MARVEL

IRON MAN

DIRECTOR OF S.H.I.E.L.D.

KNAUF • DE LA TORRE

THE INVINCIBLE IRON MAN

DIRECTOR OF S.H.I.E.L.D.

THE INVINCIBLE IRON MAN

DIRECTOR OF S.H.I.E.L.D.

WRITERS: Daniel & Charles Knauf
PENCILER: Roberto de la Torre
INKERS: Jonathan Sibal, Karl Kesel, Cam Smith & Roberto de la Torre

COLORIST: Dean White
LETTERER: Virtual Calligraphy's Joe Caramagna
COVERS: Gerald Parel
ASSISTANT EDITORS: Molly Lazer & Aubrey Sitterson
ASSOCIATE EDITOR: Nicole Boose
EDITOR: Tom Brevoort

STRANGE TALES #135 (AUGUST 1965)
"The Man for the Job!"
WRITER: Stan Lee
PENCILER: Jack Kirby
INKER: Dick Ayers
LETTERER: Art Simek

IRON MAN #129 (DECEMBER 1979)
"Dread Night of the Dreadnought!"
PLOT: Jim Shooter, Bob Layton & Roger Stern
SCRIPT: David Michelinie
BREAKDOWNS: Sal Buscema
FINISHES: Al Gordon, Joe Rubinstein, Eduardo Barretto, Bob Wiacek & Ricardo Villamonte
COLORIST: George Roussos
LETTERER: John Costanza
EDITOR: Roger Stern

BOOK COVER: Adi Granov

COLLECTION EDITOR: Mark D. Beazley
ASSISTANT EDITORS: Michael Short & Cory Levine
ASSOCIATE EDITOR: Jennifer Grünwald
SENIOR EDITOR, SPECIAL PROJECTS: Jeff Youngquist
MASTERWORKS EDITOR: Cory Sedlmeier
SENIOR VICE PRESIDENT OF SALES: David Gabriel
PRODUCTION: Jerry Kalinowski & Jerron Quality Color
SELECT RECONSTRUCTION AND RECOLORING: Tom Mullin & Jerron Quality Color
VICE PRESIDENT OF CREATIVE: Tom Marvelli

SR. MANAGER, DIGITAL: Tim Smith 3
DIGITAL PRODUCTION: Jasmine Alvarez & Rachel Young

EDITOR IN CHIEF: Joe Quesada
PUBLISHER: Dan Buckley

© 2022 MARVEL. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

WHEN BILLIONAIRE INDUSTRIALIST TONY STARK DONS SOPHISTICATED STEEL-MESH ARMOR OF HIS OWN DESIGN, HE BECOMES A LIVING HIGH-TECH WEAPON--THE WORLD'S GREATEST HUMAN FIGHTING MACHINE.

THE INVINCIBLE IRON MAN

PREVIOUSLY...

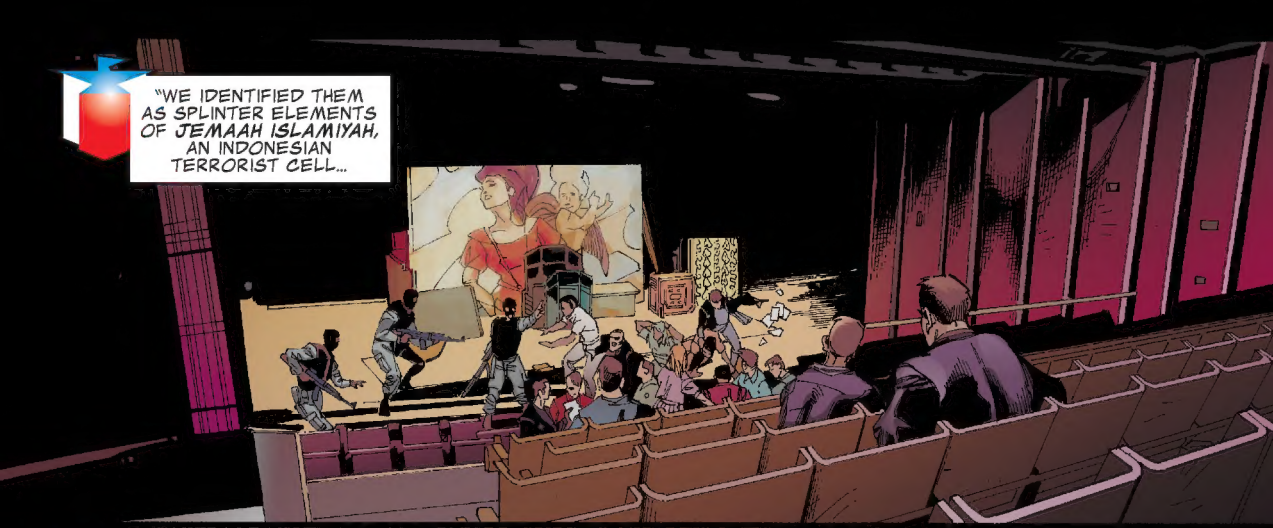
The superhuman Civil War is over, and Iron Man's Pro-Registration faction has emerged victorious. Now, all those individuals possessing paranormal abilities must register their identities with the government.

In the aftermath, Tony Stark is appointed to the position of Director of the Strategic Hazard Intervention Espionage Logistics Directorate, replacing Commander Maria Hill in the top chair.

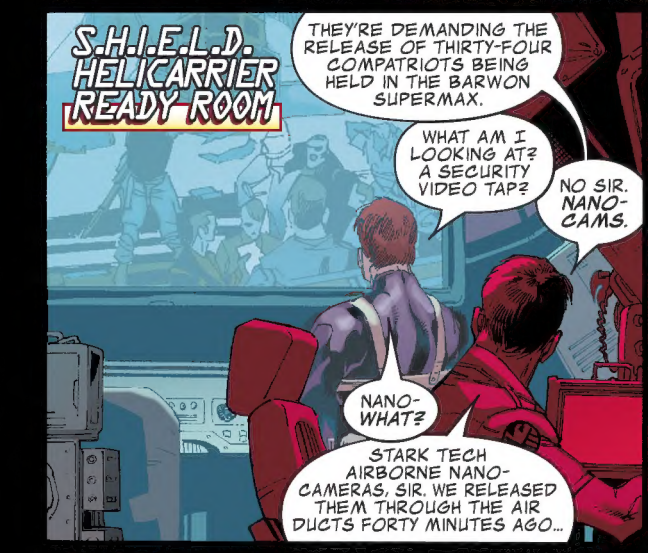
#15

#15 VARIANT BY ADI GRANOV

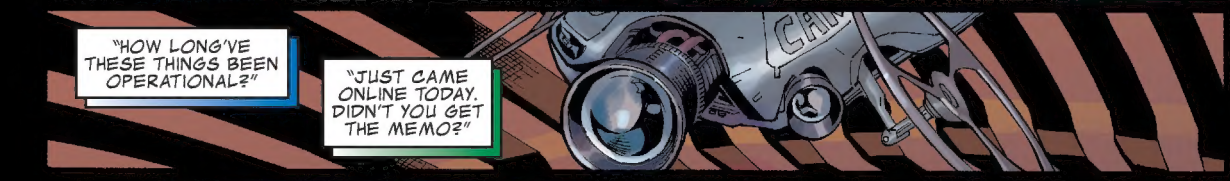
WASHINGTON D.C.
THE PENTAGON
THIS LETTER'S VERY TROUBLING, DUGAN. FRANKLY, I DON'T UNDERSTAND WHAT YOUR BEEF IS.
THE OFFICE OF JACK KOONING, SECRETARY OF DEFENSE
WITH ALL DUE RESPECT, MR. SECRETARY, I BELIEVE THE DIRECTORATE IS FALLING APART UNDER TONY STARK'S COMMAND.
INTERESTING. I WAS UNDER QUITE THE OPPOSITE IMPRESSION...
I'VE ALWAYS BELIEVED THAT RESULTS SPEAK FOR THEMSELVES.
OFTEN THEY DO, SIR.
BUT...
...IN THIS CASE, THEY ONLY TELL HALF OF IT.
MY ISSUE IS NOT WITH STARK'S RESULTS, BUT HIS METHODS. POINT OF EXAMPLE, THE AFFAIR IN SYDNEY TWO DAYS AGO...
SYDNEY AUSTRALIA
THE SYDNEY OPERA HOUSE
"AT APPROXIMATELY 14:00 HOURS, THE SYDNEY OPERA HOUSE WAS TAKEN BY EXACTLY TEN HOSTILES..."


"WE IDENTIFIED THEM AS SPLINTER ELEMENTS OF JEMAAH ISLAMIYAH, AN INDONESIAN TERRORIST CELL...

"THEY SEIZED THE FACILITY DURING A SPECIAL MATINEE PERFORMANCE OF DON GIOVANNI BY THE OPERA AUSTRALIA COMPANY FOR TWO HUNDRED STUDENTS OF A LOCAL MUSIC ACADEMY..."


S.H.I.E.L.D. HELICARRIER READY ROOM
THEY'RE DEMANDING THE RELEASE OF THIRTY-FOUR COMPATRIOTS BEING HELD IN THE BARWON SUPERMAX.
WHAT AM I LOOKING AT? A SECURITY VIDEO TAP?
NO SIR. NANO-CAMS.
NANO-WHAT?
STARK TECH AIRBORNE NANO-CAMERAS, SIR. WE RELEASED THEM THROUGH THE AIR DUCTS FORTY MINUTES AGO...

"...EACH A.N.C. IS THE SIZE OF A SKIN-CELL AND DELIVERS A PIXEL. DEDICATED SOFTWARE PROCESSES MILLIONS OF MULTIPLE VIEWS, ASSEMBLES THEM INTO IMAGES, 2-D AND HOLOGRAPHIC."


"HOW LONG'VE THESE THINGS BEEN OPERATIONAL?"
"JUST CAME ONLINE TODAY. DIDN'T YOU GET THE MEMO?"

WHERE THE HELL IS DIRECTOR STARK?

S.H.I.E.L.D. AIRBORNE STEALTH PERSONNEL CARRIER
THE SUBJECTS ARE IN POSSESSION OF A PERVAKOV-VII AEROSOL BOMB ARMED WITH VENOX COMPOUND, A HIGHLY UNSTABLE V-CLASS NERVE AGENT.
DETONATION OF THIS DEVICE WILL RESULT IN THE DEATHS OF NOT ONLY THE HOSTAGES, BUT HUNDREDS OF CIVILIANS--POSSIBLY THOUSANDS, DEPENDING ON WIND DIRECTION.
AND THAT WOULD BE A BAD THING.
YEAH, BUBBA. THAT WOULD BE A VERY BAD THING.
APPROACHING TARGET, SIR.
SUIT UP.
WE ARE ARMED. AND MARK.
THREE... TWO...ONE... MARK.
BOMBS AWAY.
BOMB BAY DOORS: OPEN
SET

WE WILL HAVE OUR DEMANDS MET! YOU HAVE THIRTY MINUTES--
--GAAHHH!
DISENGAGE ACTIVE CAMO!
"ALPHA TEAM IMMEDIATELY ENGAGED THE HOSTILES WITH THEIR S.T.A.R. PROTOTYPES-- STARK TACTICAL ASSAULT REPULSORS. NON-LETHAL."
DA DA DA DA DA DA!
NO!

STAY DOWN!
UHN!
WHOMP!
ALPHA-TWO, CLEAR!
TARGETS NEUTRALIZED!
NICE WORK, MEN. I DON'T KNOW WHY I EVEN BOTHERED TO TAG ALONG--
SIR! WE HAVE A SITUATION!
HE ACTIVATED THE BOMB!

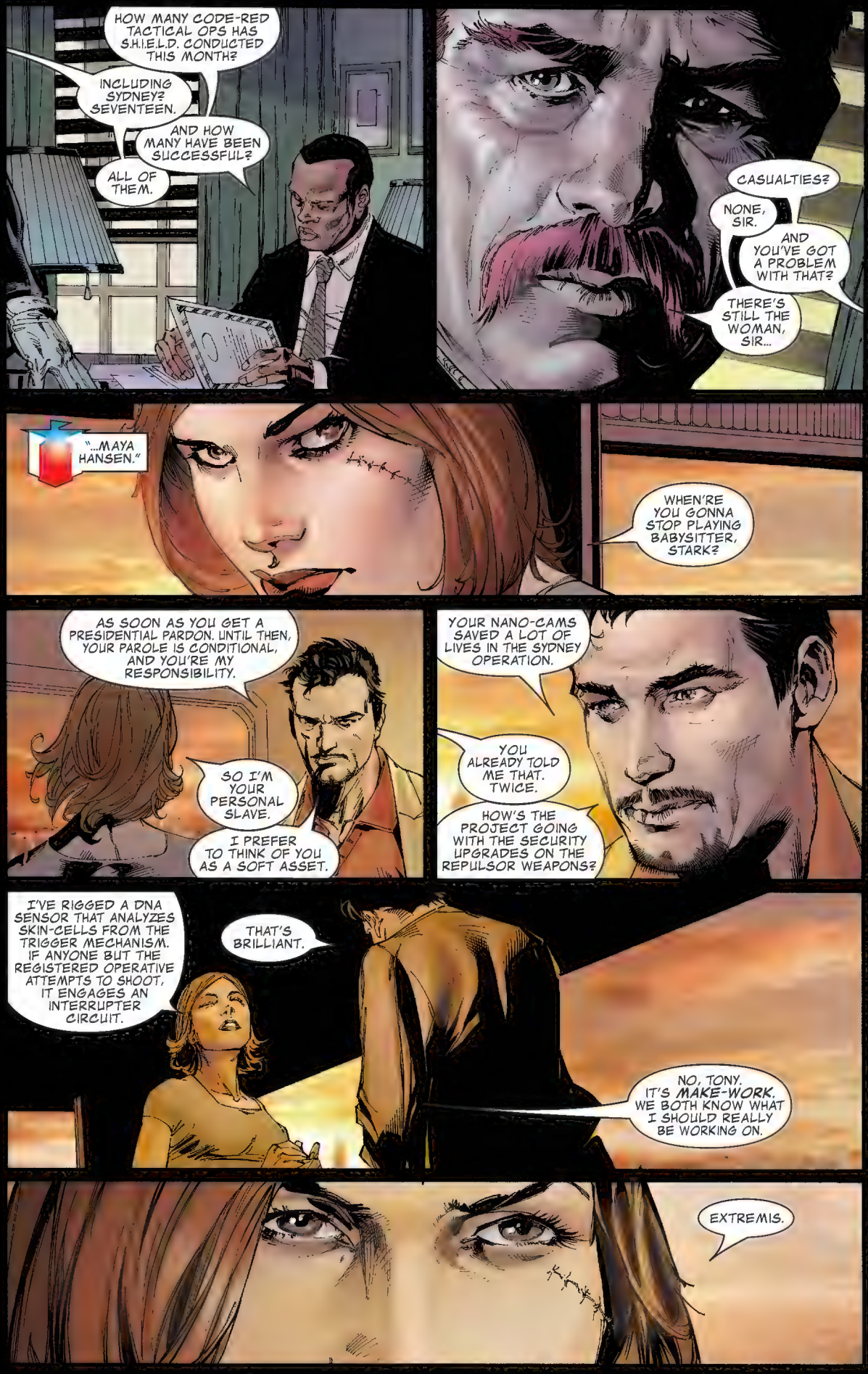
00:01:57
EVERYBODY DOWN!
BOOM!
BOOM!
BOOM!
BOOM!

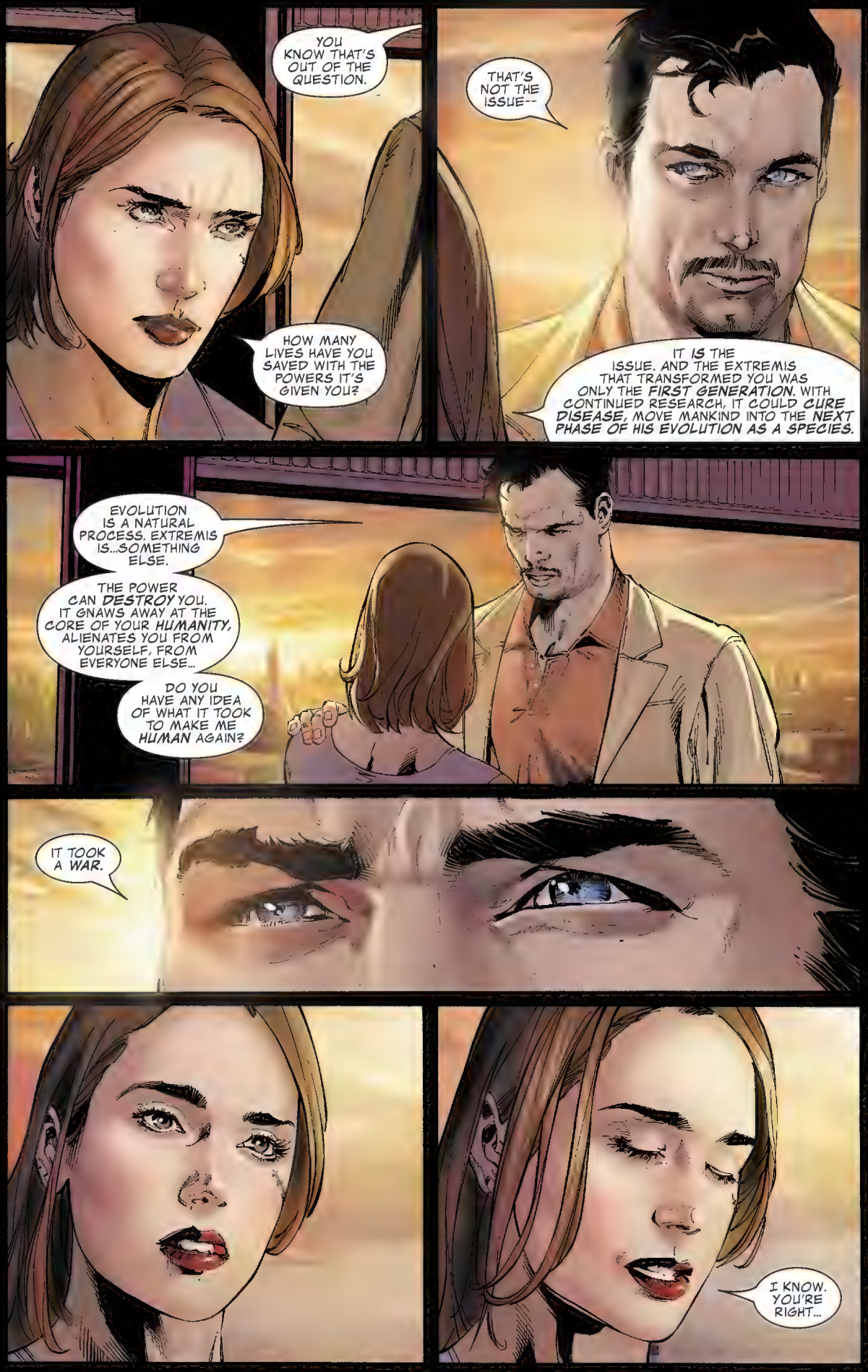
THE GREAT BARRIER REEF
MARIA
085
STARK FOUNDATION DEEP-SEA EXPLORATION VESSEL
DECOMPRESSION CHAMBER!

FF-SHUNK!
POOMPH-SHHHH
DO NOT--AND I MEAN DO NOT--VENT THAT CHAMBER UNTIL A HAZ-MAT CREW ARRIVES, OR YOU ARE FIRED, DO YOU UNDERSTAND?
SOUNDS LIKE AN UNMITIGATED SUCCESS TO ME...
BASIC MILITARY COMMAND PRINCIPLE: EVERY MAN IS INTRINSIC TO AN OPERATION'S SUCCESS; CONVERSELY, NO ONE MAN SHOULD BE INTRINSIC TO AN OPERATION'S SUCCESS.
I FAIL TO SEE YOUR POINT, DUGAN.
IF STARK HADN'T BEEN THERE, THE OPERATION WOULD HAVE GONE TOES-UP.
CIVILIAN CASUALTIES IN THE THOUSANDS.

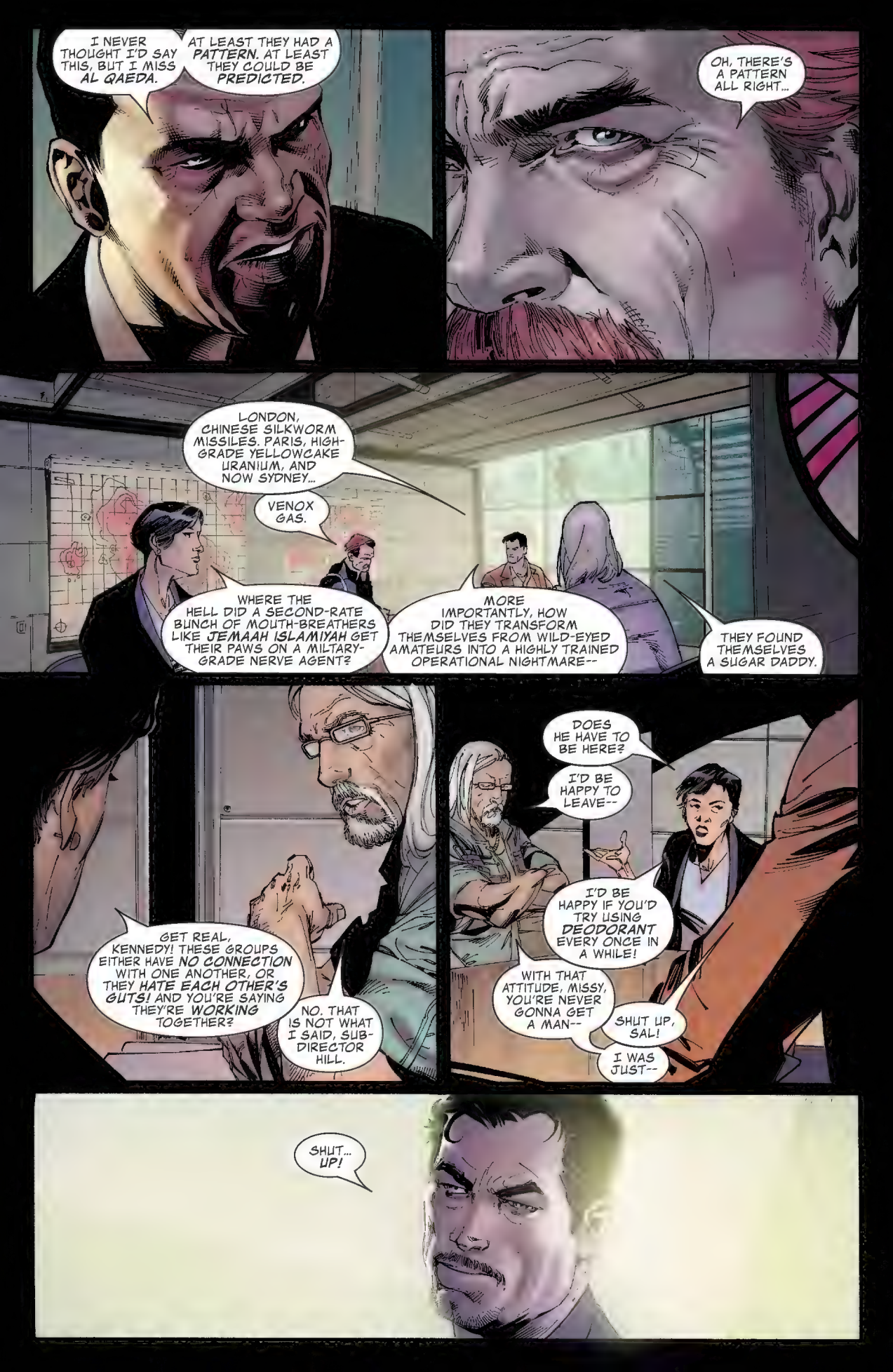
MY UNDERSTANDING IS THAT HE HAS BEEN SHADOWING ALPHA AS AN OBSERVER TO ASSESS THE EFFECTIVENESS OF THEIR NEW WEAPONS AND ARMOR.
TECHNICALLY, YES. BUT HE HAS CONSISTENTLY ENDED UP FUNCTIONING IN A COMBAT CAPACITY. HIS PRESENCE IS UNDERMINING THE AUTONOMY OF OUR SPECIAL OPS UNITS.
SO HE'S A LITTLE HANDS-ON. THE MAN'S A MAVERICK. THAT'S WHY HE WAS APPOINTED--TO SHAKE OUT THE COBWEBS.
NEVERTHELESS, SIR, S.H.I.E.L.D. IS A MILITARY ORGANIZATION, AND AS SUCH, MUST MAINTAIN THE DISCIPLINE OF A CLEAR CHAIN OF COMMAND.
STARK HAS SUBVERTED OUR ENTIRE COMMAND STRUCTURE. HE RUNS S.H.I.E.L.D. LIKE...LIKE...
...LIKE ONE OF HIS DAMNED COMPANIES.
"IT STARTED WITH THE SUGGESTION BOX OUTSIDE THE CAFETERIA...
SUGGESTION BOX. GOT ANY BRIGHT IDEAS?
"NEXT THING, HE CLOSED THE OFFICERS' CLUB AND REDIRECTED ITS BUDGET TOWARD THE ENLISTED MEN'S MESS-HALL...
"...REPLACED COOKIE WITH HIS OWN PRIVATE EXECUTIVE CHEF!"
WHY AREN'T THESE MEN IN UNIFORM?
IT'S CASUAL FRIDAY. UNIFORMS ARE OPTIONAL FOR SUPPORT STAFF...
DIDN'T YOU GET THE MEMO?
SIR, I'VE HAD A NUMBER OF INQUIRIES FROM SENIOR STAFF REGARDING YOUR CLOSURE OF THE OFFICERS' CLUB.
WHAT ABOUT IT?

IT'S A TRADITION, SIR. THE OFFICERS NEED A PLACE WHERE THEY CAN COMMISERATE, SPEAK FREELY AMONG THEMSELVES--
SORRY, DUGAN, BUT THE SPACE HAS ALREADY BEEN REDESIGNATED.
REDESIGNATED? AS WHAT?
A DAY-CARE FACILITY? ON THE HELICARRIER?
YES SIR. STARK FELT IT WOULD IMPROVE MORALE AMONG THE SUPPORT STAFF TO HAVE ACCESS TO THEIR CHILDREN AT WORK.
AND I ASSUME YOU COMPLAINED ABOUT THIS.
I DID. BUT STARK DIRECTED ME TO TAKE IT UP WITH HIS EXECUTIVE OFFICER...
"... SAL KENNEDY."
DUDE, LET IT GO. IT'S A DONE DEAL. STUFF LIKE THAT WHOLE "OFFICERS' CLUB" THING TURNS TONY OFF.
HE LIKES TO TAKE CARE OF THE RANK-AND-FILE. NO SPECIAL PRIVILEGES FOR MANAGEMENT. EVERYBODY PULLS TOGETHER, YOU KNOW?
SIR, WOULDN'T YOU--
C'MON, MAN. IT'S "SAL," NOT "SIR." NOW GO AHEAD, DUGAN, LET'S HEAR YOU SAY IT...
SAL, WOULDN'T YOU AGREE THAT IT IS...IMPRUDENT TO CARRY CHILDREN ON A MILITARY VESSEL?
CHILLAX. THE DAY CARE CENTER'S ONLY OPEN WHEN WE'RE IN PORT. WE CHOPPER THE RUG-RATS OFF-BOARD THE MINUTE WE ACTIVATE.
YOU WANT MY ADVICE...?
"GO WITH THE FLOW"?
YES SIR. THAT'S WHAT HE SAID. "GO WITH THE FLOW."
PERHAPS YOU SHOULD TAKE THAT UNDER ADVISEMENT.
SIR...?
SINCE STARK ASSUMED S.H.I.E.L.D. DIRECTORSHIP, TROOP MORALE IS UP, READINESS IS UP, PUBLIC APPROVAL IS THROUGH THE ROOF...
THE ONLY THING THAT'S DOWN IS OVERALL EXPENSES. STARK HAS CUT OPERATIONAL COSTS BY 19.8 MILLION IN THE FIRST FISCAL QUARTER ALONE...
AND HE'S MANAGED TO DO THIS DURING AN UNPRECEDENTED PERIOD OF STRIFE AND TERRORIST ACTIVITY.


HOW MANY CODE-RED TACTICAL OPS HAS S.H.I.E.L.D. CONDUCTED THIS MONTH?
INCLUDING SYDNEY? SEVENTEEN.
AND HOW MANY HAVE BEEN SUCCESSFUL?
ALL OF THEM.
CASUALTIES?
NONE, SIR.
AND YOU'VE GOT A PROBLEM WITH THAT?
THERE'S STILL THE WOMAN, SIR...
"...MAYA HANSEN."
WHEN'RE YOU GONNA STOP PLAYING BABYSITTER, STARK?
AS SOON AS YOU GET A PRESIDENTIAL PARDON. UNTIL THEN, YOUR PAROLE IS CONDITIONAL, AND YOU'RE MY RESPONSIBILITY.
SO I'M YOUR PERSONAL SLAVE.
I PREFER TO THINK OF YOU AS A SOFT ASSET.
YOUR NANO-CAMS SAVED A LOT OF LIVES IN THE SYDNEY OPERATION.
YOU ALREADY TOLD ME THAT. TWICE.
HOW'S THE PROJECT GOING WITH THE SECURITY UPGRADES ON THE REPULSOR WEAPONS?
I'VE RIGGED A DNA SENSOR THAT ANALYZES SKIN-CELLS FROM THE TRIGGER MECHANISM. IF ANYONE BUT THE REGISTERED OPERATIVE ATTEMPTS TO SHOOT, IT ENGAGES AN INTERRUPTER CIRCUIT.
THAT'S BRILLIANT.
NO, TONY. IT'S MAKE-WORK. WE BOTH KNOW WHAT I SHOULD REALLY BE WORKING ON.
EXTREMIS.


YOU KNOW THAT'S OUT OF THE QUESTION.
HOW MANY LIVES HAVE YOU SAVED WITH THE POWERS IT'S GIVEN YOU?
THAT'S NOT THE ISSUE--
IT IS THE ISSUE. AND THE EXTREMIS THAT TRANSFORMED YOU WAS ONLY THE FIRST GENERATION. WITH CONTINUED RESEARCH, IT COULD CURE DISEASE, MOVE MANKIND INTO THE NEXT PHASE OF HIS EVOLUTION AS A SPECIES.
EVOLUTION IS A NATURAL PROCESS. EXTREMIS IS...SOMETHING ELSE.
THE POWER CAN DESTROY YOU. IT GNAWS AWAY AT THE CORE OF YOUR HUMANITY, ALIENATES YOU FROM YOURSELF, FROM EVERYONE ELSE...
DO YOU HAVE ANY IDEA OF WHAT IT TOOK TO MAKE ME HUMAN AGAIN?
IT TOOK A WAR.
I KNOW. YOU'RE RIGHT...

IT'S HARD TO LET GO OF YOUR OWN CREATION. I KNOW THAT, MAYA...
...BUT YOU HAVE TO. FOR HUMANITY'S SAKE.
"MAYA HANSEN HAS NO COMMAND AUTHORITY. SHE'S ONLY SERVING STARK AS A CONSULTANT."
THAT HASN'T BEEN MY IMPRESSION, SIR.
BE THAT AS IT MAY, STARK'S PERSONAL LIFE DOES NOT CONCERN ME. NOR SHOULD IT CONCERN YOU.
MY ONLY ISSUE IS THE SECURITY RISK SHE REPRESENTS. MAYA HANSEN IS A FELON--
GIMME A BREAK, DUGAN. THE LAW'S A MOVING TARGET. THE ONLY DIFFERENCE BETWEEN MAYA HANSEN AND US IS THAT SHE WAS CONVICTED. BESIDES...
...I'M MUCH MORE CONCERNED WITH THIS RECENT SURGE IN TERRORIST ATTACKS WORLDWIDE.
EYES ONLY
DOMESTICALLY, WE'VE HAD CHURCH BOMBINGS, ATTACKS ON FEDERAL BUILDINGS, ATTEMPTED ABDUCTIONS...
PERPETRATORS RANGE FROM STREET GANGS TO E.L.F.; THE ARYAN BROTHERHOOD TO A GRAB-BAG OF WHACKED-OUT CHRISTIAN MILITIAS...
ON FOREIGN SOIL, IT'S EVEN WORSE...
THERE WAS THE ATTEMPTED ATTACK ON THE LONDON EYE LAST WEEK. BEFORE THAT, THE DIRTY NUKE WE INTERCEPTED OUTSIDE PARIS. NOW THIS MESS IN SYDNEY...
FOR ONCE IT'S NOT THE USUAL SUSPECTS...
THE PERPS ARE ALL SPLINTER GROUPS I'VE NEVER HEARD OF WITH NAMES I CAN'T EVEN PRONOUNCE...


I NEVER THOUGHT I'D SAY THIS, BUT I MISS AL QAEDA.
AT LEAST THEY HAD A PATTERN. AT LEAST THEY COULD BE PREDICTED.
OH, THERE'S A PATTERN ALL RIGHT...
LONDON, CHINESE SILKWORM MISSILES. PARIS, HIGH-GRADE YELLOWCAKE URANIUM, AND NOW SYDNEY...
VENOX GAS.
WHERE THE HELL DID A SECOND-RATE BUNCH OF MOUTH-BREATHERS LIKE JEMAAH ISLAMIYAH GET THEIR PAWS ON A MILTARY-GRADE NERVE AGENT?
MORE IMPORTANTLY, HOW DID THEY TRANSFORM THEMSELVES FROM WILD-EYED AMATEURS INTO A HIGHLY TRAINED OPERATIONAL NIGHTMARE--
THEY FOUND THEMSELVES A SUGAR DADDY.
GET REAL, KENNEDY! THESE GROUPS EITHER HAVE NO CONNECTION WITH ONE ANOTHER, OR THEY HATE EACH OTHER'S GUTS! AND YOU'RE SAYING THEY'RE WORKING TOGETHER?
NO. THAT IS NOT WHAT I SAID, SUB-DIRECTOR HILL.
DOES HE HAVE TO BE HERE?
I'D BE HAPPY TO LEAVE--
I'D BE HAPPY IF YOU'D TRY USING DEODORANT EVERY ONCE IN A WHILE!
WITH THAT ATTITUDE, MISSY, YOU'RE NEVER GONNA GET A MAN--
SHUT UP, SAL!
I WAS JUST--
SHUT... UP!

DUGAN? WHAT DO YOU THINK?
I THINK SAL'S RIGHT.
I DON'T BELIEVE IN COINCIDENCES, MR. SECRETARY.
EVERY ONE OF THESE GROUPS HAS SUDDENLY GOTTEN ACCESS TO HIGHGRADE MILITARY HARDWARE, EXPERT TRAINING AND BIG MONEY.
ONE MORE THING WORTH NOTING...
"EVERYTHING HIT THE FAN AFTER KARIM MAHWASH NAJEEB'S DISAPPEARANCE IN CHINA THREE MONTHS AGO..."
NEI MONGOL PROVINCE, CHINA
AN HU PO STATE PSYCHIATRIC FACILITY

THE FACILITIES HERE MAY BE CRUDE BY WESTERN STANDARDS, BUT THE PATIENTS ARE WELL FED AND CARED FOR.
THEY ARE TAUGHT SIMPLE TRADES--SEWING, WEAVING...SMALL TASKS THAT WILL BE USEFUL OUTSIDE WHEN THEY ARE RELEASED.
I AM SORRY. THERE IS NOTHING MORE--
THERE IS THE "Q-UNIT," I BELIEVE. IN THE SUB-BASEMENT?
AND NOW, MR. NAJEEB, WE WILL CONCLUDE OUR TOUR WITH TEA AND CAKES IN THE PHYSICIAN'S LOUNGE.
NO, DOCTOR CHEN. I THINK NOT. WE WILL SEE THE REST OF THE FACILITY.
THERE IS NO SUCH--
PLEASE, DOCTOR, THERE IS NO NEED TO DENY IT. I BELIEVE THE LETTER I GAVE YOU AUTHORIZED FULL ACCESS.
BUT--
HOW MANY OF YOUR PATIENTS, I WONDER, HAVE ANGERED THEIR SUPERIORS BY DISOBEYING WRITTEN ORDERS?

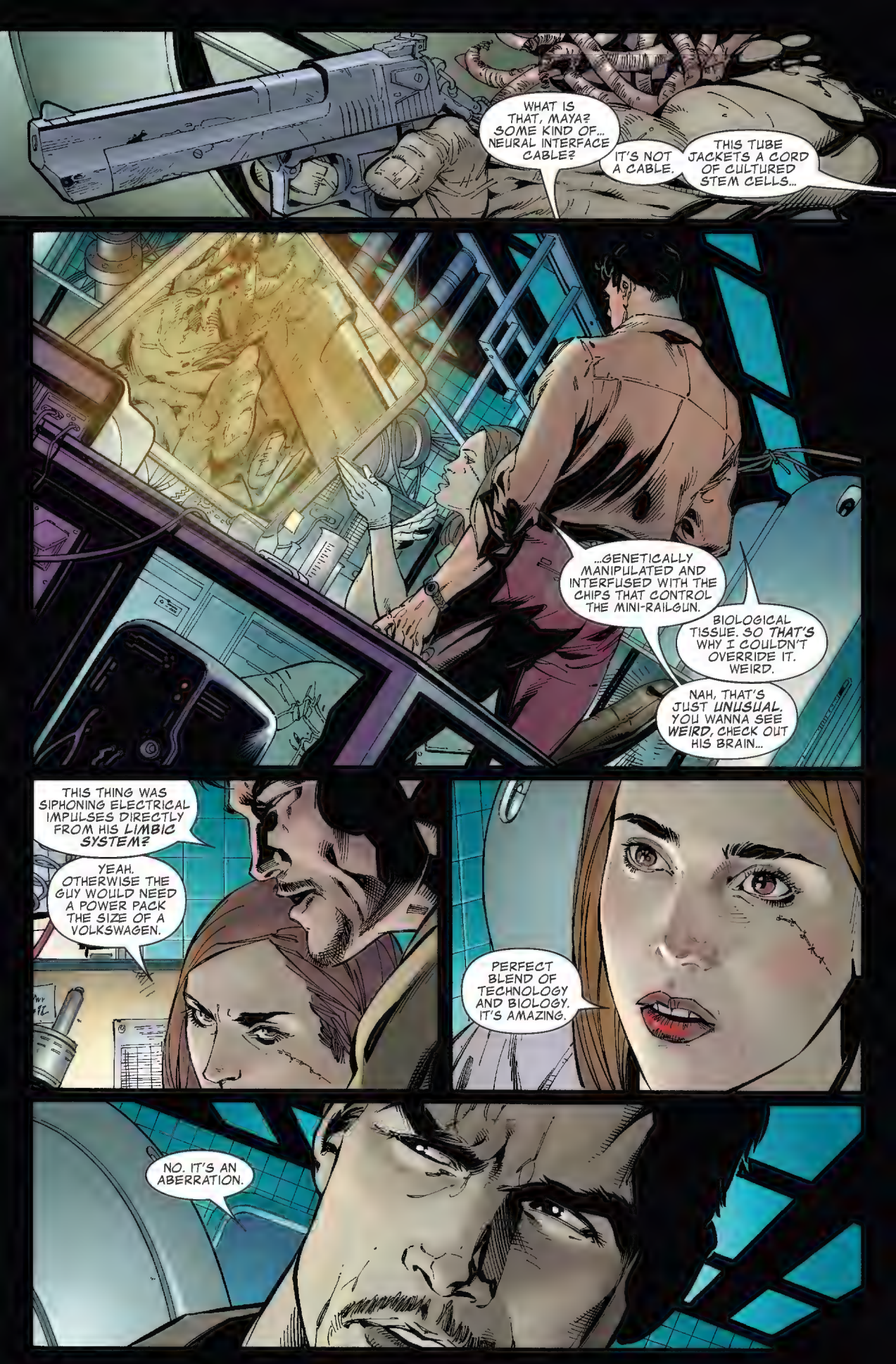
PING
ALL OF THESE PATIENTS ARE DANGEROUS AND PROFOUNDLY PSYCHOTIC.
YES, OF COURSE. HOW TRAGIC. WE WOULD LIKE TO VISIT ROOM THIRTY-TWO, I BELIEVE...
012
013
Y-YES. OF COURSE...
THIS MAN HAS NO NAME. THE GOVERNMENT SENT HIM TO US IN HIS CURRENT, CATATONIC STATE.
HE ARRIVED BY TRAIN SOME YEARS AGO UNDER HEAVY GUARD. IN A STEEL BOX, LIKE AN ANIMAL.
I WAS PRESENTED WITH ORDERS BY THE MILITARY TO PLACE HIM IN THE MOST SECURE CELL IN MY FACILITY.

HE NEVER EATS. NOR DOES HE DRINK. NOR DOES HE SLEEP. WE HAVE NO IDEA WHAT KEEPS HIM ALIVE. HE IS...
...AN ENIGMA.
"TELL ME SOMETHING, DUGAN. WHAT IN SAM HILL WAS KARIM NAJEEB DOING IN CHINA?"

WE HAVE NO IDEA.
OFFICIALLY, HE WAS ON A U.N. HUMANITARIAN MISSION, INSPECTING ANKANGS--STATE MENTAL HOSPITALS THE GOVERNMENT USES TO WAREHOUSE DISSIDENTS.
WHAT ABOUT UNOFFICIALLY?
NO ONE CAN SAY FOR SURE. ALL WE KNOW IS THAT HE AND HIS ENTOURAGE DISAPPEARED ON THE ROAD TO HOHHAT...
HE HASN'T BEEN SEEN SINCE.
BUT YOU THINK HIS DISAPPEARANCE HAS SOMETHING TO DO WITH THE RECENT SURGE IN TERRORIST ACTIVITY.
A LOT OF PEOPLE SAY NAJEEB WAS A STABILIZING INFLUENCE--KEPT A LOT OF THESE GROUPS IN CHECK...
BETWEEN YOU AND ME, I'VE NEVER BOUGHT HIS WHOLE "MAN OF PEACE" ACT...
NAJEEB WAS DIRTY WHEN HE WAS WITH THE TALIBAN. HE'S DIRTY NOW.
I RESPECT YOUR OPINION ON THESE MATTERS, DUGAN. AND I APPRECIATE YOUR COMING BY...
...BUT I'M RUNNING LATE FOR A STATE DEPARTMENT DINNER.
SIR? WHAT ABOUT MY LETTER?
Secretary Kooning,
I am hereby submitting my resignation from S.H.I.E.L.D. effective immediately. My reasons for leaving are due to a number of issues that
arisen since Mr. Stark's
as director that
find incompatible
Dugan
I WILL NOT ACCEPT YOUR RESIGNATION, DUGAN. S.H.I.E.L.D. NEEDS YOU. STARK NEEDS YOU...
...AND I NEED SOMEONE ON THE INSIDE I CAN TRUST.

#16

S.H.I.E.L.D. HELICARRIER
MOBILE HEADQUARTERS OF THE GLOBAL PEACEKEEPING TASK FORCE
V.I.P.S AND CIVILIAN GUESTS SHOULD BE ARRIVING BY CHOPPER WITHIN THE NEXT FORTY-FIVE MINUTES...
KEEP ME POSTED. I WANT TO BE ON THE PAD TO GREET THEM PERSONALLY.
WHAT ABOUT THE DIRECTOR?
I ASSUME HE'LL WANT TO BE PRESENT AS WELL. DID YOU BRIEF HIM ON THE SCHEDULE?
ACTUALLY, SIR...
S.H.I.E.L.D. TACTICAL LABORATORY
"...I'VE BEEN HAVING A LITTLE TROUBLE CATCHING UP WITH DIRECTOR STARK."
CHECK THIS OUT...


WHAT IS THAT, MAYA? SOME KIND OF... NEURAL INTERFACE CABLE?
IT'S NOT A CABLE.
THIS TUBE JACKETS A CORD OF CULTURED STEM CELLS...
...GENETICALLY MANIPULATED AND INTERFUSED WITH THE CHIPS THAT CONTROL THE MINI-RAILGUN.
BIOLOGICAL TISSUE. SO THAT'S WHY I COULDN'T OVERRIDE IT. WEIRD.
NAH, THAT'S JUST UNUSUAL. YOU WANNA SEE WEIRD, CHECK OUT HIS BRAIN...
THIS THING WAS SIPHONING ELECTRICAL IMPULSES DIRECTLY FROM HIS LIMBIC SYSTEM?
YEAH. OTHERWISE THE GUY WOULD NEED A POWER PACK THE SIZE OF A VOLKSWAGEN.
PERFECT BLEND OF TECHNOLOGY AND BIOLOGY. IT'S AMAZING.
NO. IT'S AN ABERRATION.

WHAT'S THAT STRANGE MASS IN THERE?
I DUNNO. LET'S YANK IT AND SEE.
RRRRRRRRRRRRRR
SIR...?
ZZZZZZZZZZZCHZZZZ
DIRECTOR STARK, YOU'RE NEEDED UP ON HELIPAD A.
WE'RE KINDA BUSY HERE, SCOTT.
BUT--
TELL DUGAN I'LL BE UP A.S.A.P.
I CAN HANDLE THIS MYSELF IF YOU NEED TO GO, TONY...
NO. I'M GOOD. LET'S CRACK THIS THING.
HELLO...
I'LL BE DAMNED...
POKE IT WITH A STICK AND SEE IF IT BARKS...

ANOTHER CONTROL UNIT?
NO. SOMETHING ELSE...
IT WAS TAPPED INTO HIS OPTIC NERVE.
IT'S A STORAGE UNIT!
A BIO-HARD-DRIVE.
DAMMIT...IT'S DECOMPOSING...
MAYBE WE CAN RETARD IT WITH LIQUID NITROGEN.
FORGET IT. CELLS'LL POP LIKE GRAPES...
OKAY, I THINK--NO! WAIT...
JEEZ, MAYA!
GOT IT. GO. FIRE IT UP.
WHAT DO WE GOT?
JUST... BITS AND PIECES.
THERE IT IS. THE MAKEOVER.
IS THAT--
YEAH. THE CORPORATE YACHT THEY SEIZED HOSTAGE...
15 MILES OFF THE COAST OF BARBADOS.
48 HOURS AGO.
Another Successful Year For
Gianni Glitz
Cosmetics
"... GIANNI GLITZ AND A PARTY OF MAJOR SHAREHOLDERS."

"IT WAS SUPPOSED TO BE A MILK RUN."
WE'VE SEEN YOUR TESTING FACILITIES, YOU SADISTIC LITTLE EICHMANN!
BUT DISSA MUSTA BE SOME KINDA MISTAKE! WE DON' USA DA ANIMALS! I LOVA DA ANIMALS!
YOU DISGUSTING SWINE...
...QUIT HIDING BEHIND THAT DOG AND DIE LIKE A MAN!
THIS IS JUST BEFORE WE BREACHED...

"WE EXPECTED TOKEN RESISTANCE...
"...WHAT WE GOT WAS PURE HELL.
"THEY CALLED THEMSELVES THE CAT'S-PAW. ANIMAL-RIGHTS YAHOOS. A SPLINTER GROUP OF A SPLINTER GROUP OF A SPLINTER GROUP...

"SIX MONTHS AGO, THEY WERE SUSPECTS IN SOME HALF-ASSED ARSON ATTEMPT AT A CAMPUS TESTING FACILITY AT COLUMBIA UNIVERSITY.
"IDIOTS COULDN'T EVEN MIX A DECENT MOLOTOV COCKTAIL...
WEAPON OF UNKNOWN ORIGIN.
DIGITAL INTERRUPT FAILED.
"NOW THEY CRASH THE PARTY ARMED WITH WEAPONIZED BIOTECH AND FIRST-RATE TACTICAL TRAINING.
"WE WENT FROM ZERO-TO-CRITICAL IN LESS THAN THREE SECONDS. TEAM ALPHA WAS IN OVER ITS HEAD..."

"... I HAD TO STEP IN."

THANK GOD YOU DIDN'T LOSE ANY HOSTAGES.
THERE IS THAT...
THIS JOB'S LIKE PLAYING WHACK-A-MOLE. THESE GROUPS JUST KEEP SPRINGING UP--VICIOUS, ARMED TO THE TEETH AND WELL-FUNDED.
EVERY TIME WE PUT ONE DOWN, ANOTHER POPS UP TO TAKE ITS PLACE...
WE'VE HAD OVER FORTY INCIDENTS IN THE LAST MONTH ALONE--
HEY, TONE...
...YOU COMIN' UP?
YOU GOTTA CHECK THIS OUT, SAL. DEAD GUY HAD A D.V.R. BURIED IN HIS BRAIN. WE'VE BEEN DOWNLOADING--
TONY. YOU'RE LATE, OKAY? MAYA CAN HANDLE IT. LET'S BOOK.
BUT THE THING'S DECOMPOSING AND WE'RE NOT GONNA GET ANOTHER CHANCE.
TONY...
WHAT DO YOU MAKE OF THAT...?
LOOKS LIKE... DAMMIT, CAN YOU SEE THE TAIL NUMBERS?
NO. PICTURE'S SCREWED UP. WE'RE LOSING IT...

SORRY, SAL. I'M SLAMMED. TELL DUGAN TO FILL IN FOR ME.
JESUS, TONY, YOU CAN'T JUST BLOW THIS OFF--
I'M NOT BLOWING ANYTHING OFF!
JUST TELL DUGAN I'LL BE UP AS SOON AS I CAN.
...THIS SHOULD BE SUFFICIENT.
C'MON, LOOK UP AT HIM. LOOK UP, YOU IDIOT!

MONEY SHOT.
THINK THAT'S YOUR "SOMEBODY"?
COULD BE. SCAN A CAPTURE FOR FACIAL RECOGNITION.
DARIUS FARAZ. CURRENTLY EMPLOYED BY C.M. SECURITY CONSULTANTS.
I READ SOMETHING ABOUT THEM. THEY'RE SOME KIND OF, WHAT...? MERCENARY OPERATION?
PEACEKEEPING. OUT OF CYPRUS. PRIVATE OPERATION UNDER CONTRACT TO THE UNITED NATIONS.
MAJORITY SHAREHOLDER...
...KARIM MAHWASH NAJEEB.
BUT...HE DISAPPEARED, RIGHT?
YEAH. ABOUT FOUR MONTHS AGO...
"...SOMEWHERE IN CHINA."
NEI MONGGOL PROVINCE, CHINA.
AN HU PO STATE PSYCHIATRIC FACILITY
THANK YOU, DOCTOR CHEN. YOU HAVE BEEN MOST HELPFUL.
BLAM!

FINALLY. WE MEET. I AM KARIM MAHWASH NAJEEB.
YOU ARE NOT AN EASY MAN TO FIND, MASTER KHAN. MY SEARCH HAS COST A KING'S RANSOM AND A SURPRISING NUMBER OF MEN'S LIVES...
I BRING YOU THAT WHICH MAKES YOU WHOLE.
ALL I ASK IN RETURN ARE YOUR SERVICES IN DESTROYING OUR COMMON ENEMY.

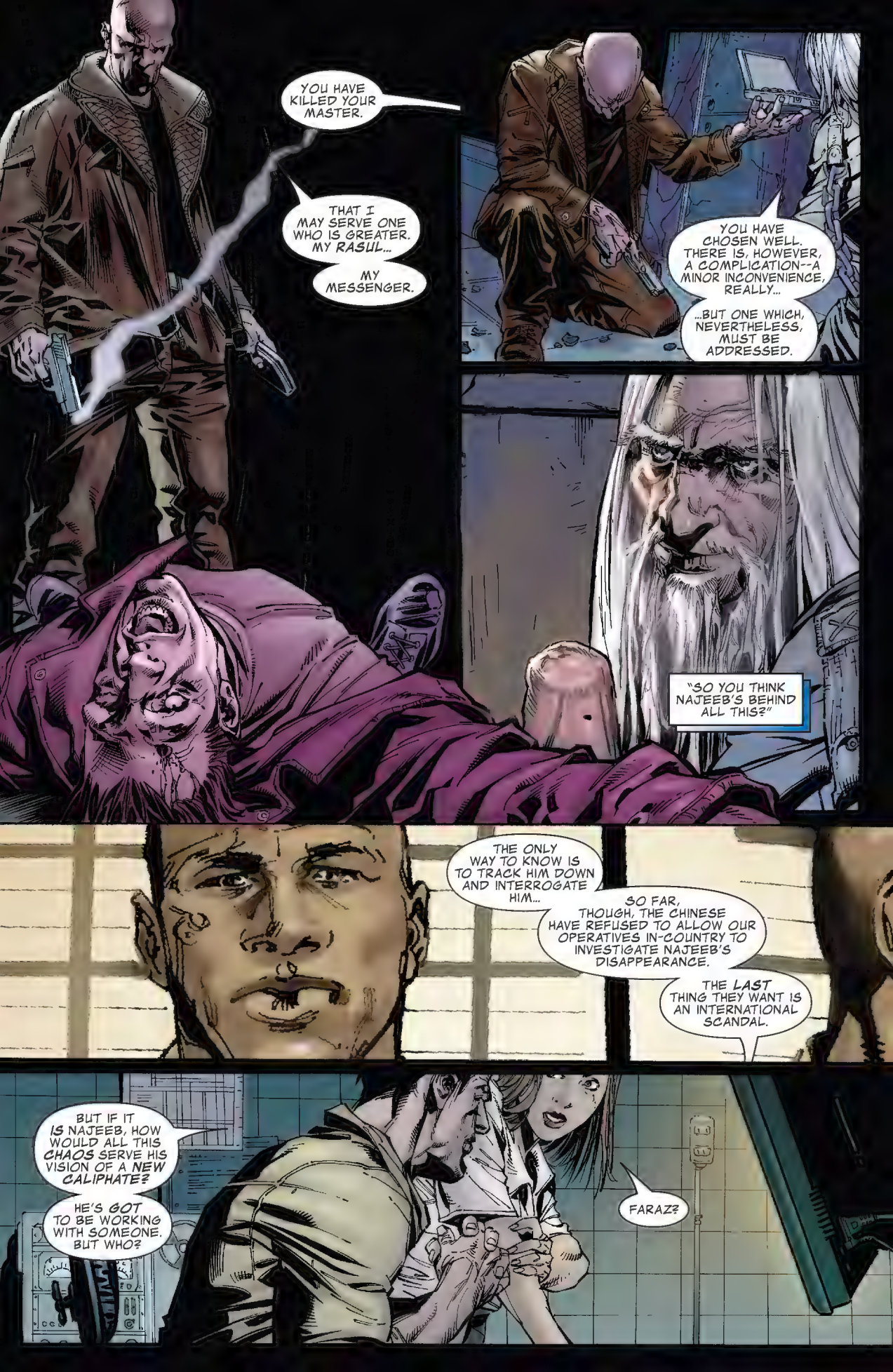
MASTER KHAN...?
KHAN!
ANSWER ME! ANSWER ME! I KNOW YOU ARE THE ONE I SEEK!
YOU ARE THE MANDARIN!

IT APPEARS WE'VE BEEN WASTING OUR TIME...
BUT--
WE GO. NOW. BUT FIRST...
...PUT A BULLET IN THE OLD FOOL FOR OUR TROUBLE.
CRACKK!

BLA-BLAM!
KRRENCH-
POP!

CRAK
KRAK
SNAP
KRITCH
SPLATCH!

...
SHOOT HIM! NOW!
BLAM!


YOU HAVE KILLED YOUR MASTER.
THAT I MAY SERVE ONE WHO IS GREATER. MY RASUL...
MY MESSENGER.
YOU HAVE CHOSEN WELL. THERE IS, HOWEVER, A COMPLICATION--A MINOR INCONVENIENCE, REALLY...
...BUT ONE WHICH, NEVERTHELESS, MUST BE ADDRESSED.
"SO YOU THINK NAJEEB'S BEHIND ALL THIS?"
THE ONLY WAY TO KNOW IS TO TRACK HIM DOWN AND INTERROGATE HIM...
SO FAR, THOUGH, THE CHINESE HAVE REFUSED TO ALLOW OUR OPERATIVES IN-COUNTRY TO INVESTIGATE NAJEEB'S DISAPPEARANCE.
THE LAST THING THEY WANT IS AN INTERNATIONAL SCANDAL.
BUT IF IT IS NAJEEB, HOW WOULD ALL THIS CHAOS SERVE HIS VISION OF A NEW CALIPHATE?
HE'S GOT TO BE WORKING WITH SOMEONE. BUT WHO?
FARAZ?

NO. FARAZ IS JUST MUSCLE.
ALL THESE GROUPS, THESE FACTIONS, THEY HAVE NOTHING IN COMMON. SOME ARE EVEN WORKING TOWARD OPPOSITE ENDS--
EXCUSE ME, SIR...
...COULD WE HAVE A WORD?
ALONE.
NOW.
I REALLY SHOULD GET BACK TO THE LAB. WE WERE IN THE MIDDLE OF--
IT DOESN'T MATTER. THIS IS MORE IMPORTANT.
BUT WE--
THIS... IS MORE... IMPORTANT.
I'VE JUST...
NOTHING LIKE THIS HAS EVER...
DAMMIT!
PERMISSION TO SPEAK FREELY, SIR?
YEAH... WHATEVER.
YOU AND I HAVE HAD OUR DIFFERENCES REGARDING YOUR... MANAGEMENT STYLE.

YOU'VE BEEN RUNNING S.H.I.E.L.D. LIKE A CORPORATE SUBSIDIARY OF STARK ENTERPRISES.
I'M SORRY, IT'S JUST...THAT'S WHAT I DO. I RUN COMPANIES.
AND YOU'VE PROVEN THAT, IN MANY WAYS, SUCCESSFUL COMMAND OF A PROFIT-MAKING ENTERPRISE HAS MUCH IN COMMON WITH THAT OF A MILITARY OPERATION...
...WITH ONE KEY EXCEPTION.
IN A CORPORATION, MEN DON'T DIE UNDER YOUR COMMAND.
I KNEW THAT. IN MY HEAD, I KNEW IT, BUT...
...NOT IN YOUR GUT.
SOLDIERS KNOW TWO THINGS. ONE OF THEM IS HOW TO FIGHT.
THE OTHER IS TO OBEY OUR SUPERIORS.
WE ARE TRAINED TO FOLLOW ORDERS. IT'S NOT JUST OUR JOB, BUT OUR WAY OF LIFE.
ALL WE CAN DO IS PRAY THAT THE ORDERS WE ARE GIVEN SERVE SOME GOOD. PRAY THAT OUR ACTIONS MAKE THE WORLD BETTER...SAFER.
AS OUR COMMANDING OFFICER, YOU WILL MAKE LIFE-OR-DEATH DECISIONS. WHEN YOU DO, YOU MUST ASK YOURSELF ONE VERY IMPORTANT QUESTION.
DID YOUR DECISIONS TODAY MAKE FOR A BETTER WORLD TOMORROW?
YES.

BUT...
YESSIR?
...
WHAT DO I SAY?
I'M SURE YOU'LL THINK OF SOMETHING, SIR.
...I ASKED MYSELF, WHAT CAN I SAY? WHAT WORDS CAN DO JUSTICE TO THE SACRIFICE THESE MEN MADE?
THERE ARE NO WORDS THAT CAN DO THAT.
I CAN ONLY SAY THIS...
I HAVE HAD THE DISTINCT HONOR OF FIGHTING ALONGSIDE HUNDREDS OF SUPER HEROES IN MY LIFE...
...BUT VERY FEW HEROES.
THESE MEN OF TEAM ALPHA--YOUR SONS, YOUR BROTHERS, YOUR HUSBANDS, YOUR FATHERS...
...WERE HEROES.

#17

UNUSED COVER

NEI MONGGOL PROVINCE, CHINA
AN HU PO STATE PSYCHIATRIC FACILITY
FIVE MONTHS AGO
YEARS OF STILLNESS, MY HEART BEATING BUT ONCE A MINUTE, EXPLORING THE INFINITE WITHIN...
MY EXISTENCE--EVERY MOMENT EXAMINED DISPASSIONATELY. MOMENTS AS PROFOUND AS A LIFE TAKEN IN ANGER, AS TRIVIAL AS AN ERRANT GLANCE...
SEARCHING FOR AN EPIPHANY, A FINAL RECONCILIATION BETWEEN THE MAN I THINK I AM, AND THE MAN I AM...
I AM THE MANDARIN. I HAVE COMMANDED LEGIONS, AND YET I HAVE NEVER COMMANDED MYSELF--TOSSED BY RAGE, GREED AND ENVY LIKE THE FEATHER OF A CROW IN A TEMPEST...
IT IS ONLY FITTING THAT I FIND MYSELF THE LORD OF A CASTLE OF LUNATICS...
...FOR ONLY MINDLESS EYES ARE FIT TO WITNESS MY CORONATION.
THIS FIRST WILL BE THE MOST PAINFUL. THIS FIRST WILL BE FOR A RAY OF WHITE LIGHT SMOTHERED BY DARK INTENT.

THIS FIRST IS THE ICE THAT IMPRISONED A FATHER'S HEART...
THIS FIRST IS PENANCE FOR MY GREATEST SIN, MY GREATEST FOLLY, MY GREATEST LOSS...
MY SON...
SSSS
TEMUGIIIINNNN...

MANHATTAN
PRESENT DAY
WE KNOW DARIUS FARAZ IS THE CONTACT MAN PROVIDING WEAPONS AND CASH TO THE TERRORIST GROUPS.
WE ALSO KNOW HE'S A CLOSE ASSOCIATE OF KARIM MAHWASH NAJEEB.
SOURCES SAY HE WAS PART OF NAJEEB'S ENTOURAGE WHEN THEY VANISHED. LAST KNOWN LOCATION...
...AN HU PO PSYCHIATRIC FACILITY IN MONGOLIA.
FORGET IT, DUGAN.
THERE'S NO WAY THE SECRETARY-GENERAL WILL SANCTION AN INCURSION UNLESS THE CHINESE PLAY BALL.
THAT NEVER STOPPED FURY...
MY MANDATE WITH S.H.I.E.L.D. HAS BEEN CLEAR SINCE I TOOK THE DIRECTORATE.
NO MORE ILLEGAL OPERATIONS. TOTAL TRANSPARENCY.
WITH ALL DUE RESPECT, SIR, THERE ARE SOME THINGS THAT MIGHT BENEFIT FROM A LOWER PROFILE...
MAYA HANSEN...
THIS WOMAN-- THIS MASS MURDERESS-- IS FREE TO PURSUE HER TWISTED RESEARCH CARE OF US TAXPAYERS! IT'S A TRAVESTY!
MIRIAM SHARPE
Victims Of Superhuman Violence Foundation

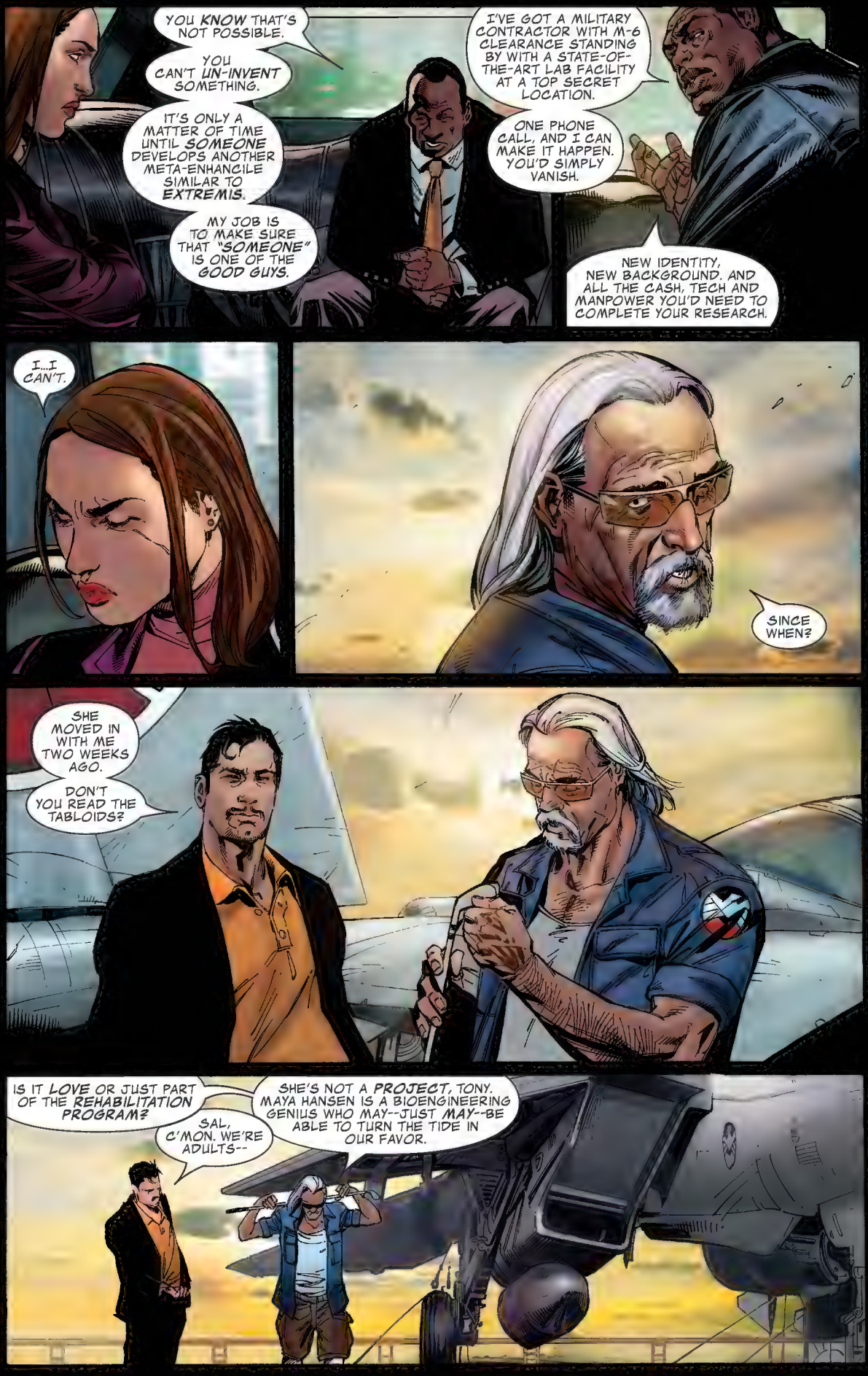
BUT SHE IS IN TONY STARK'S PERSONAL CUSTODY, RIGHT?
I'LL SAY SHE IS!
VIEWPOINT
HA-HA-HA-HA-HA-HA...
OH, VIOLET, COME NOW! THAT'S NOT FAIR! IT'S JUST A TABLOID RUMOR!
OOOOOOOOOOOOOH--
HOT ENOUGH TO MELT IRON MAN?
YA THINK?
STARK TOWER
RIIING-RIIINGG--
YEAH, WHAT.
WHO IS THIS?
DOCTOR HANSEN...?
JACK KOONING. SECRETARY OF DEFENSE. I WAS WONDERING IF YOU AND I COULD GET A LITTLE FACE TIME.
I'D LIKE TO DISCUSS YOUR EXTREMIS ABSTRACT.

WHHH-WAAACK!
DUGAN'S RIGHT, BRO-HAM.
DAMMIT. HOOK...
THESE TERRORIST GROUPS AREN'T PLAYING MOTHER-MAY-I WITH A BUNCH OF DIPLOMATS...
MAYBE WE SHOULDN'T EITHER.
I THOUGHT YOU WERE A PACIFIST...
SSSS
WAAACK!
NICE DRIVE...
I DON'T LIKE WHAT THIS JOB'S DOING TO ME, TONE.

YOU GET THE REPORT ON THE CAPETOWN MASSACRE THIS MORNING?
A SQUAD OF NEO-NAZI BIKERS. JACKED UP ON TEK. BODY-MODS JUST LIKE ALL THE OTHERS.
ONE OF THEM HAD A SIXTY-CAL GRAFTED DIRECTLY INTO HIS HUMERUS.
OPENED UP ON A SYNAGOGUE.
NINETY-THREE DEAD. OVER SIXTY OF THEM KIDS.
I'M SORRY, SAL.
HAVE YOU READ MAYA'S ABSTRACT?
IT DOESN'T EXIST. WHOEVER TOLD YOU IT DID WAS MISTAKEN.

I'M SORRY TO HEAR THAT. IT WAS A VERY INTERESTING READ...
CURRENT ESTIMATED FATALITY RATE, NINETY-SEVEN-POINT-FIVE PERCENT, BUT YOU SAY YOU CAN BRING THAT DOWN CONSIDERABLY?
BETWEEN SIXTY AND SEVENTY PERCENT, IF MEMORY SERVES ME...
THE ANSWER IS NO, SECRETARY KOONING.
IS THAT YOUR ANSWER...
...OR TONY STARK'S?
BOTH.
LET ME EXPLAIN SOMETHING TO YOU. TONY STARK STUCK HIS NECK WAY OUT FOR ME.
IF IT WASN'T FOR HIM, I'D STILL BE ROTTING IN A FEDERAL PRISON.
HE GAVE ME A CHANCE WHEN NO ONE ELSE WOULD.

A CHANCE?
TO DO WHAT?
TO DO SOMETHING USEFUL. TO DO SOMETHING THAT MIGHT--JUST MIGHT--BENEFIT SOCIETY.
THAT'S CRAP AND YOU KNOW IT.
SSSH-WAKK
YOU SAY THE REASON YOU RECRUITED MAYA HAS NOTHING TO DO WITH EXTREMIS?
FACE FACTS, FRIEND...
...IT HAS EVERYTHING TO DO WITH EXTREMIS.
KENNEDY
THE ONLY REASON SHE'S HERE IS SO YOU CAN SUPPRESS HER RESEARCH.
MAYBE IT SHOULD BE SUPPRESSED.


YOU KNOW THAT'S NOT POSSIBLE.
YOU CAN'T UN-INVENT SOMETHING.
IT'S ONLY A MATTER OF TIME UNTIL SOMEONE DEVELOPS ANOTHER META-ENHANCILE SIMILAR TO EXTREMIS.
MY JOB IS TO MAKE SURE THAT "SOMEONE" IS ONE OF THE GOOD GUYS.
I'VE GOT A MILITARY CONTRACTOR WITH M-6 CLEARANCE STANDING BY WITH A STATE-OF-THE-ART LAB FACILITY AT A TOP SECRET LOCATION.
ONE PHONE CALL, AND I CAN MAKE IT HAPPEN. YOU'D SIMPLY VANISH.
NEW IDENTITY, NEW BACKGROUND. AND ALL THE CASH, TECH AND MANPOWER YOU'D NEED TO COMPLETE YOUR RESEARCH.
I...I CAN'T.
SINCE WHEN?
SHE MOVED IN WITH ME TWO WEEKS AGO.
DON'T YOU READ THE TABLOIDS?
IS IT LOVE OR JUST PART OF THE REHABILITATION PROGRAM?
SAL, C'MON. WE'RE ADULTS--
SHE'S NOT A PROJECT, TONY. MAYA HANSEN IS A BIOENGINEERING GENIUS WHO MAY--JUST MAY--BE ABLE TO TURN THE TIDE IN OUR FAVOR.

FORGET IT, SAL. IT'S OFF THE TABLE...
EXTREMIS IS NOT AN OPTION.
WE ARE SERIOUSLY OUTGUNNED BY THESE CYBER-TERRORISTS, MY FRIEND...
IT'S BIO-TECH VERSUS STARK-TECH. AND BIO-TECH IS WINNING.
YOU SAY EXTREMIS IS NOT AN OPTION. I SAY IT'S THE ONLY OPTION...
...UNLESS YOU'RE PREPARED TO ORDER A GOOD OLD-FASHIONED ILLEGAL INCURSION INTO MONGOLIA.
ONE WAY OR ANOTHER, WE GOTTA FIND THE HEAD ON THIS SNAKE...
...AND CUT IT OFF.
SNAP!

WHAT THE HELL...
iMac

REE-
BEEEEP--
YEH?
BRIEF ME ON THE MONGOLIAN OPERATION, DUGAN.
WHAT MONGOLIAN OPERATION?
THE ONE YOU'VE BEEN COVERTLY PLANNING FOR THE LAST NINE DAYS.
YES, SIR!
SEA OF JAPAN. WE APPROACH AND MAINTAIN A POSITION IN INTERNATIONAL WATERS AT MINIMUM ELEVATION.
WHAT'S YOUR SHORE-STORY?
I FILED CLEARANCE WITH THE U.N. COMMAND SECTION FOR ROUTINE MANEUVERS.

THE PLACE IS A CONVERTED FORTRESS. WALLS FOUR FEET THICK.
SAT-RECON SHOWS A FOUR-MAN OUTDOOR SECURITY TEAM WORKING THREE EIGHT-HOUR SHIFTS...
SO NAJEEB'S THE SQUID BEHIND ALL THESE TERRORIST ATTACKS?
AT THIS POINT, HE'S JUST A PERSON OF INTEREST. FOR ALL WE KNOW, THIS MAY TURN OUT TO BE A RESCUE OPERATION.
"THEY CHANGE GUARD AT 0:200. TEAM ALPHA WILL MOVE IN WITH TWO OF OUR NEW STARK-TECH STEALTH-CHOPPERS...
"HIT THE DECK IN FULL CAMO MODE.

"TAKE OUT THE GUARDS WITH LEVEL-TWO REPULSOR SHOTS.
"THE COLD EXCEEDS OPERATIONAL STATS FOR OUR NANO-CAMS, SO YOU'RE FLYING BLIND.
"I WANT YOUR PHERA-SENSE PHASED TO MAXIMUM."
WHAT THE--?

EMPTY.
ANY TUGS ON THE P.S.?
NOTHING.
AT LEAST THEY LEFT THE LIGHTS ON...
SIR...?
THIS ISN'T CHINESE.
LOOKS FAMILIAR...
SECOND FLOOR, CLEAR.
STAFF HOUSING, CLEAR. MAXIMUM SECURITY UNIT?
WE'RE ON IT. CUT THE CHATTER.
WEIRD...
SIR? I THINK I GOT SOMETHING...

IT'S NAJEEB.
TAG AND BAG HIM. EVAC HIM OUT TO THE HELICARRIER ON CHOPPER TWO.
TELL DR. HANSEN I WANT HIM AUTOPSIED STAT.
YESSIR.
WHAT'VE WE GOT LEFT?
PSYCHO-SURGICAL WING, SIR.
OH. JOY.
WHAT'RE YOU THINKING, SIR?
I'M THINKING WE WENT TO A WHOLE LOTTA TROUBLE FOR A BODY RECOVERY.
WHAT THE HELL IS A FORGE DOING IN AN O.R.?
I'M CATCHING FLIES!
P.S. IS GOING NUTS!

I'M NOT PICKING UP ANY HIGHER BRAIN FUNCTIONS.
HIVE MIND.
ROUNDS ARE INEFFECTIVE!
BUMP IT TO LETHAL!
GAHH!

HOW DO YOU KILL THESE CRAZY FREAKS?
THEY'RE NOT CRAZY, THEY'RE JUST...
RAH!
...MISUNDERSTOOD.
TOO MANY, DAMMIT!
GO HAND-TO-HAND!
MAX YOUR STRENGTH LEVELS AND TRUST YOUR P.S.!
ROGER THAT!

SAL, CHECK THIS OUT.
SURGICAL SCARS?
THEY'RE POST-MORTEM.
WHO OPERATES ON A CORPSE?
MAYBE HE CROAKED IN THE MIDDLE OF THE PROCEDURE?
AND THE DOCTOR GOT SO MAD HE PUT A BULLET IN THE BACK OF HIS HEAD?
CUTE. I SHOULD'VE FAILED YOUR BEHIND.
GRAB THOSE PRUNING SHEARS FOR ME, PROFESSOR.
SAL, ALL I GOT IN THE CAVITY IS SOME KIND OF...FIBROUS MASS.
TAKE A LOOK AT THIS...
HOLD ON A SECOND...
SAF
OH CRAP.
SAF

MAYA, LOOK OUT!

#18

S.H.I.E.L.D. HELICARRIER
SEA OF JAPAN
IT'S AN AMBUSH! MISSION'S GONE TOES-UP. TIME TO GET OUTTA DODGE, DIRECTOR STARK. NOW!
I'VE SCRAMBLED BETA TEAM. THEY'RE GOOD TO COVER YOUR RETREAT--
BELAY THAT. THE LAST THING WE WANNA DO IS RAISE A RED FLAG TO THE CHINESE GOVERNMENT WITH ANOTHER INSERTION.
WOOP-WOOP-WOOP-WOOP-WOOP-WOOP...
WHAT NOW?!

NEI MONGGOL PROVINCE, CHINA
AN HU PO STATE PSYCHIATRIC FACILITY
DUGAN! HELICARRIER, RESPOND!

SIR, I'VE LOST COMMUNICATIONS WITH COMMAND!
I'M DOWN, TOO!
HOLD ON. I'M SCANNING ALL MILITARY FREQS!
...
INCOMING SAT-BURST.

OHCRAP...
TRANSLATING RADIO SIGNAL.
<ALL FORCES, SCRAMBLE! UNKNOWN INSURGENTS DETECTED IN NEI MONGGOL PROVINCE!>
TIME TO GO.
THE CHINESE MILITARY'S BEEN ALERTED TO OUR PRESENCE AND CURRENT LOCATION.
WHO BLEW OUR COVER?

"SOMEONE ON THE HELICARRIER."
HiHiHi
TAK TAK TAK
THIS STUFF'S ALL OVER THE SHIP AND ASSIMILATING CREW AT THEIR POSTS!
SEIZED ALL COMMUNICATIONS AND COMMAND FUNCTIONS!
BREEP-BREEP-BREEP_
YEAH...
WE'RE CLEAR. THE CHINESE HAVE SCRAMBLED AN EXPEDITIONARY FORCE, BUT THEY'RE STILL FIFTEEN MINUTES OUT...
WHAT'S YOUR STATUS?
YOU DON'T KNOW?
THE H.C.'S A DIGITAL BLACK HOLE. VIDEO'S DOWN. ALL SYSTEMS HAVE BEEN WIPED. I CAN'T ACCESS!
WHAT THE HELL IS HAPPENING?!
MAYBE YOU CAN TELL ME!

DEAR GOD...
BA BA BA BA BA
BA BOOM
IT'S ASSIMILATING CREW AT THEIR BATTLE STATIONS...
...TURNING OUR OWN WEAPONS AGAINST US!
INITIATE A FULL EVAC!
SHOULD WE SCUTTLE?
NEGATIVE, NEGATIVE! THAT THING GOES PARTICULATE, IT COULD INFECT SEA LIFE!

BOOM!
BOOM!
WHAT'S YOUR E.T.A.?
RIGHT...
...FREAKING...
...NOW!
BOOM!
GET ON A CHOPPER, DUGAN. RENDEZVOUS WITH ALPHA! THEY'RE GONNA NEED AN ESCORT!
BUT--
NOBODY'S GOIN' DOWN WITH THE SHIP, GOT ME?! NOW, MOVE!
MOVE!

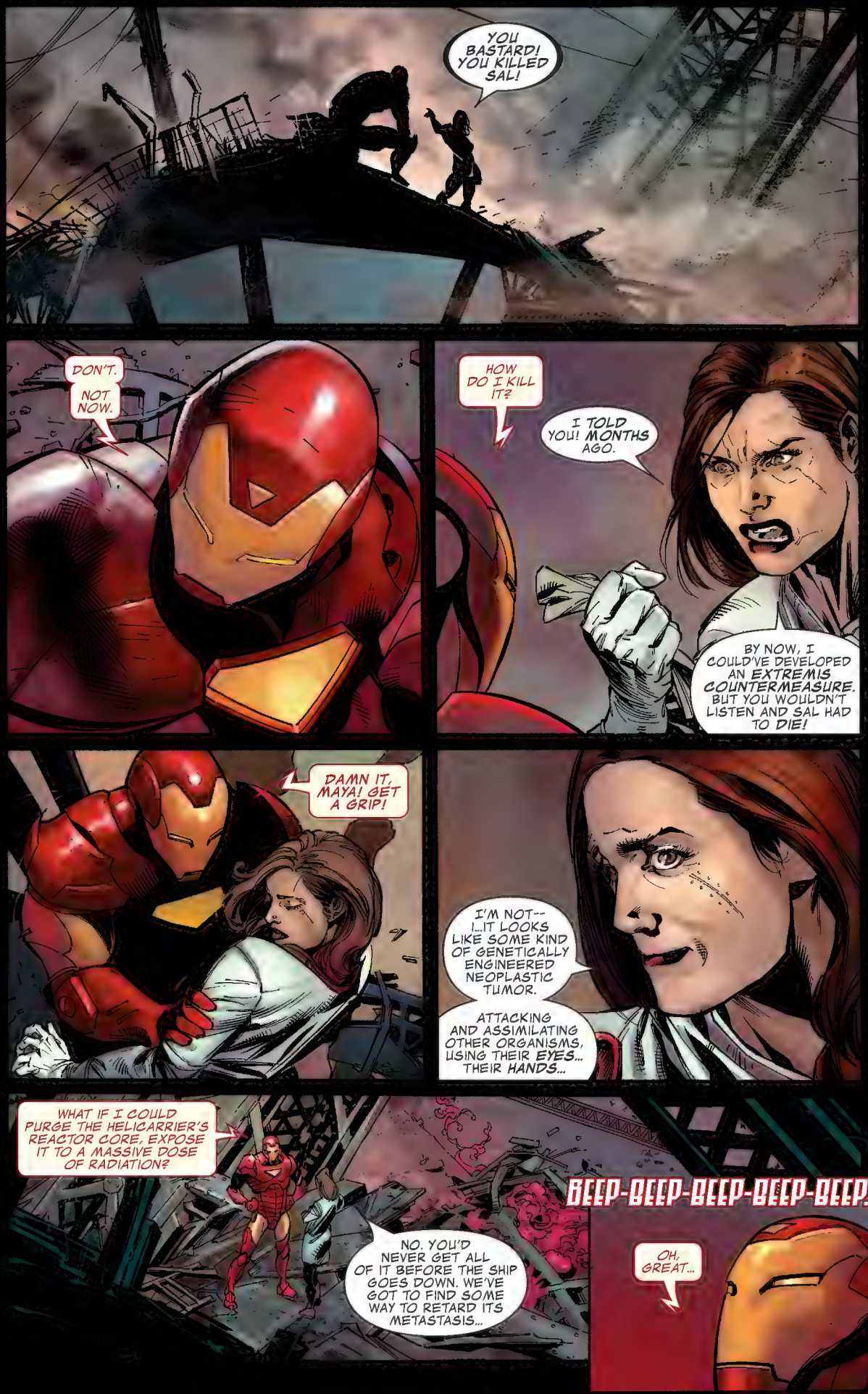
WHAT'S OUR HEADING?
SOUTHWEST. FULL SPEED. ENGINES ARE FROZEN WIDE-OPEN.
DOWN!
WHHOOOO-SHHH!
REEEEEEEEEEEEF
THE O.S. AND ALL BACKUPS ARE WIPED...
NO WAY TO GENERATE THE CODE NECESSARY TO RESUME CONTROL OVER NAVIGATION SYSTEMS!
WELL NOW, THAT'S JUST A HELLUVA SHAME!
BECAUSE AT THIS HEADING AND SPEED--
WE'LL BE ENTERING NORTH KOREAN AIRSPACE IN TWELVE-POINT-THREE MINUTES.
DIRECTOR STARK!
WE'VE SECURED ALPHA TEAM. WE'RE EN ROUTE!
ONE PROBLEM...

...WHERE THE HELL'RE WE SUPPOSED TO LAND?
ALL PERSONNEL! THIS IS SUBDIRECTOR HILL! EVACUATE, EVACUATE, EVACUATE...!
DIVERT FOR KADENA AIR BASE IN OKINAWA. I'VE ALREADY CLEARED ALL INCOMING TRAFFIC.
COMMANDER HILL, EVAC STATUS?!
MAYA AND SAL ARE STILL M.I.A.
LAST KNOWN LOCATION?

"LEVEL THREE, MAIN LAB."
MAYA-- WHERE'S SAL?
LORD...

THIS NIGHTMARE...
I DON'T LIKE WHAT THIS JOB'S DOING TO ME, TONE.
THIS NIGHTMARE IS MY FATHER...
YOU, MY FRIEND, ARE THE ONLY CAPE IN THE BUNCH THAT'S BOTH: ONE OF US AND ONE OF THEM. WHO ELSE CAN SEE BOTH SIDES THE WAY YOU DO?
...MY FRIEND...
AND IF I'M WRONG...
...I'LL DEAL WITH IT.
...MY BROTHER.
I...AM... IRON MAN.

RAHHH!
NO!
IT'S REGENERATING CELLS FASTER THAN I CAN INCINERATE THEM...

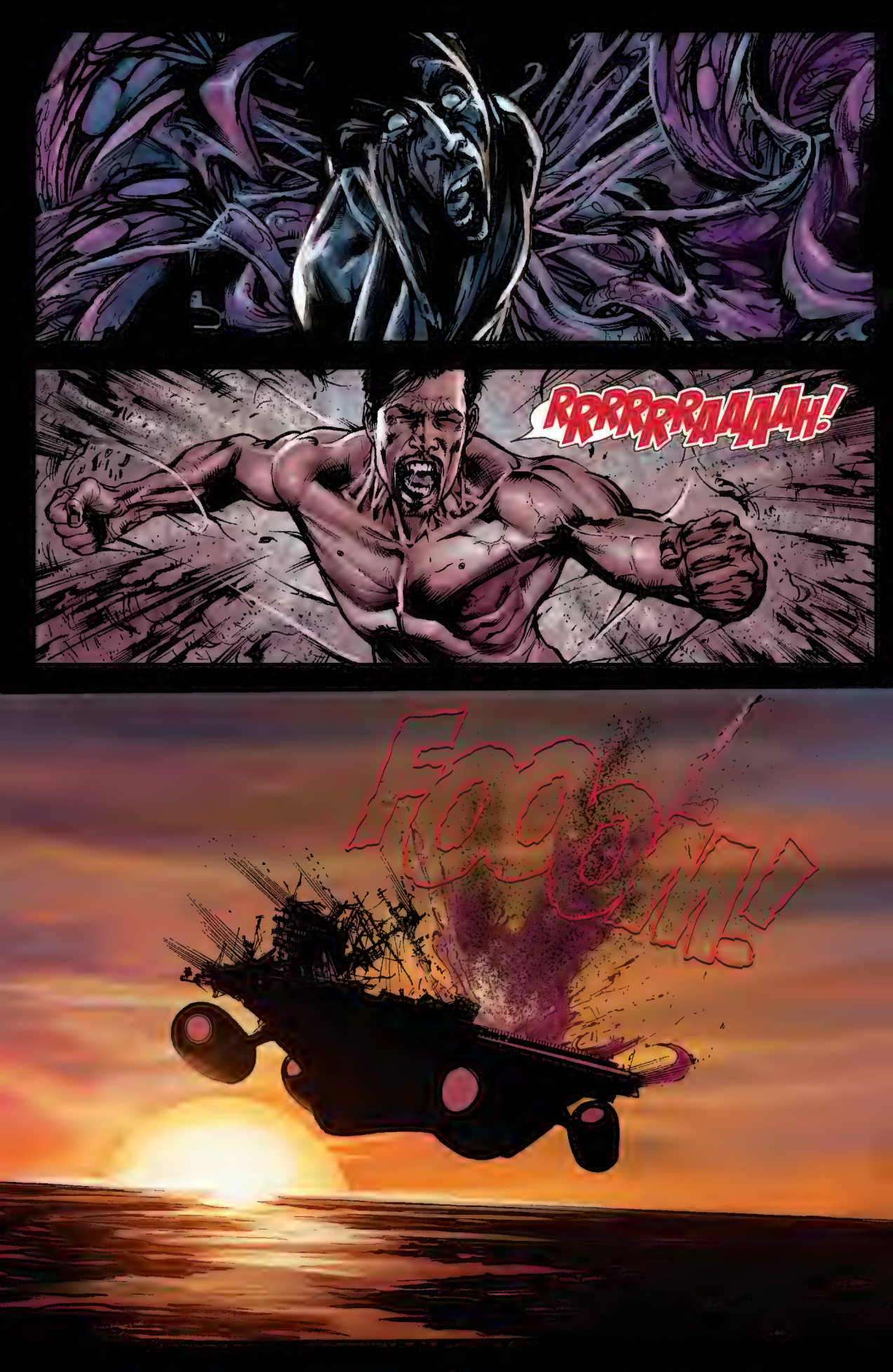

YOU BASTARD! YOU KILLED SAL!
DON'T. NOT NOW.
HOW DO I KILL IT?
I TOLD YOU! MONTHS AGO.
BY NOW, I COULD'VE DEVELOPED AN EXTREMIS COUNTERMEASURE. BUT YOU WOULDN'T LISTEN AND SAL HAD TO DIE!
DAMN IT, MAYA! GET A GRIP!
I'M NOT-- I...IT LOOKS LIKE SOME KIND OF GENETICALLY ENGINEERED NEOPLASTIC TUMOR.
ATTACKING AND ASSIMILATING OTHER ORGANISMS, USING THEIR EYES... THEIR HANDS...
WHAT IF I COULD PURGE THE HELICARRIER'S REACTOR CORE, EXPOSE IT TO A MASSIVE DOSE OF RADIATION?
NO. YOU'D NEVER GET ALL OF IT BEFORE THE SHIP GOES DOWN. WE'VE GOT TO FIND SOME WAY TO RETARD ITS METASTASIS...
BEEP-BEEP-BEEP-BEEP-BEEP...
OH, GREAT...

YOU ARE ENTERING THE AIRSPACE OF THE DEMOCRATIC PEOPLE'S REPUBLIC OF KOREA! CHANGE HEADING IMMEDIATELY OR WE ARE AUTHORIZED TO ENGAGE!
THIS IS TONY STARK, DIRECTOR OF S.H.I.E.L.D.! STAND DOWN! I REPEAT, STAND DOWN! THIS VESSEL HAS BEEN INFECTED BY AN UNKNOWN BIOLOGICAL THREAT--
CLI-CLACK
BA BA BA BA BA BA BA BOOM
DAMMIT!

ACCESSING...
NORTH KOREAN AIR DEFENSE SYSTEM...
SEARCHING SECURITY PROTOCOLS...
...ACCESS GRANTED...
Kil Ab ou!
EXECUTE EJECTION COMMAND...
A MINUTE AGO, YOU SAID YOU COULD'VE DEVELOPED AN EXTREMIS COUNTERMEASURE.
FORGET IT. IT'S TOO LATE--
TELL ME! NOW! HOW WOULD IT WORK?
THIS THING ATTACKING THE SHIP, IT'S LITERALLY A MASSIVE NEOPLASM. A CANCER...
AND LIKE EVERY CANCER, IT SPREADS BY DISABLING THE NATURAL PROCESS OF APOPTOSIS...
DAMAGED AND NECROTIC CELLS ARE NO LONGER ELIMINATED, BUT CONTINUE TO MULTIPLY...
EXTREMIS BOOSTS THE AUTOIMMUNE SYSTEM, ACCELERATING THE NATURAL PROCESS OF PROGRAMMED CELL-DEATH...

ONE SIDE-EFFECT IS THE HEALING FACTOR THAT SAVED MY LIFE...
ANOTHER IS A COMPLETE IMMUNITY TO CANCER...AT LEAST IN THEORY.
"IN THEORY." MY TWO LEAST FAVORITE WORDS IN THE ENGLISH LANGUAGE...
...THEY COULD BE MY LAST.
COME AND GET IT, GORGEOUS.

A MOMENT OF PURE TERROR, AN ETERNITY OF AGONY...
THEN... NOTHING.


RRRRRRRRAAAAAH!
FOOM!

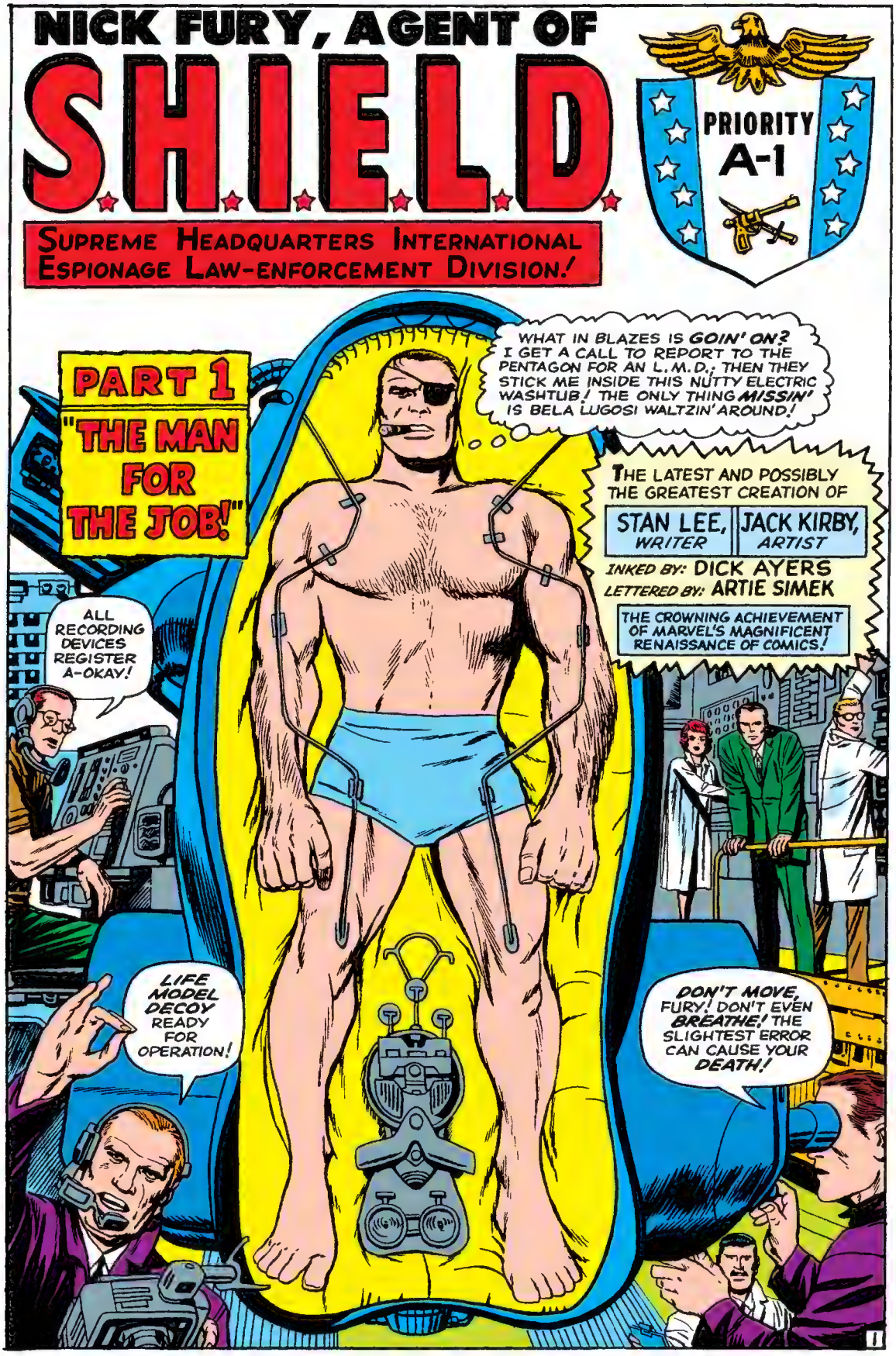
KADENA AIR BASE
OKINAWA, JAPAN
HOURS LATER
I'VE GOT HALF THE GENERAL ASSEMBLY SO FAR UP MY HOOP, THEY'VE LEASED A CONDO IN MY LOWER INTESTINE!
THEY WANT STARK'S HEAD, I PLAN ON GIVING IT TO THEM.
I'M RECOMMENDING YOU AS DIRECTOR, EFFECTIVE IMMEDIATELY.
STARK IS HISTORY...
WITH ALL DUE RESPECT, SECRETARY KOONING, I'VE SERVED UNDER THE BEST FOR MOST OF MY CAREER.
NICK FURY WAS THE CONSUMMATE COMMANDER. DIRECT, RUTHLESS, PRAGMATIC...
HE SAW THE WORLD FOR WHAT IT WAS.
DIRECTOR STARK SEES THE WORLD FOR WHAT IT CAN BE.
IF HE GOES...
...THEN SO DO I.
DON'T YOU DARE PLAY THAT "I AM SPARTACUS" CRAP WITH ME, DUGAN!
I KNOW WHERE ALL THE BODIES ARE BURIED!
AS. DO. I. SIR.
I'M MISSING SOMETHING...

OKINAWA BEACH
A SERIES OF ATTACKS, SEEMINGLY UNCONNECTED, BUT ALL OF THEM FUNDED BY ONE SOURCE...
ALL OF THEM UTILIZING WEAPONIZED BIOTECH...
UPPING THE ANTE EVERY STEP OF THE WAY, PRESSING THEIR ADVANTAGE...
...DESPITE THE FACT THAT WE'VE GOT MAYA HANSEN ON THE PAYROLL--PROBABLY THE WORLD'S MOST PROLIFIC AND INNOVATIVE BIOTECHNOLOGIST.
MAYBE THEY DIDN'T KNOW.
IF I HAD, SAL WOULD STILL BE ALIVE.
GIMME A BREAK. EVERYONE KNEW.
ALL I HAD TO DO WAS PUSH THE EXTREMIS BUTTON...
MAYBE YOU SHOULD'VE.
I COULDN'T.
IT WAS A LINE I WASN'T GONNA CROSS. NEVER AGAIN. NOT AFTER THE WAR...
...NOT AFTER STEVE'S DEATH.
AND I THINK THEY KNEW THAT.

I THINK YOU'RE GIVING THEM WAY TOO MUCH CREDIT.
THEY PLAYED THEIR HAND. DREW US INTO AN AMBUSH.
PULLED A CLASSIC TROJAN HORSE MANEUVER AND RACKED UP A LOT OF CASUALTIES ON OUR SIDE.
THAT WAS THEIR OBJECTIVE.
I DON'T THINK SO.
I THINK THE WHOLE THING WAS A DIVERSION FOR...
FOR WHAT?
I WISH I KNEW...
WELCOME TO PROMETHEUS, DR. HANSEN.
YOU HAVE NO IDEA HOW HARD WE CAMPAIGNED SECRETARY KOONING TO BRING YOU ON BOARD...

FREMONT, NEBRASKA
PROMETHEUS GENTECH, INC.
WE'RE VERY EXCITED ABOUT THE POSSIBILITIES YOUR EXTREMIS RESEARCH OFFERS TO THE CAUSE OF NATIONAL SECURITY.
BEFORE WE HEAD DOWN TO THE LAB FOR YOUR ORIENTATION, THERE'S SOMEONE WHO'D VERY MUCH LIKE TO MEET YOU.
DOCTOR HANSEN, THIS IS OUR FOUNDER AND C.E.O., TEM BORJIGIN.
DR. HANSEN...
I CAN'T TELL YOU HOW PLEASED I AM THAT YOU JOINED US.
NEXT:
HAUNTED

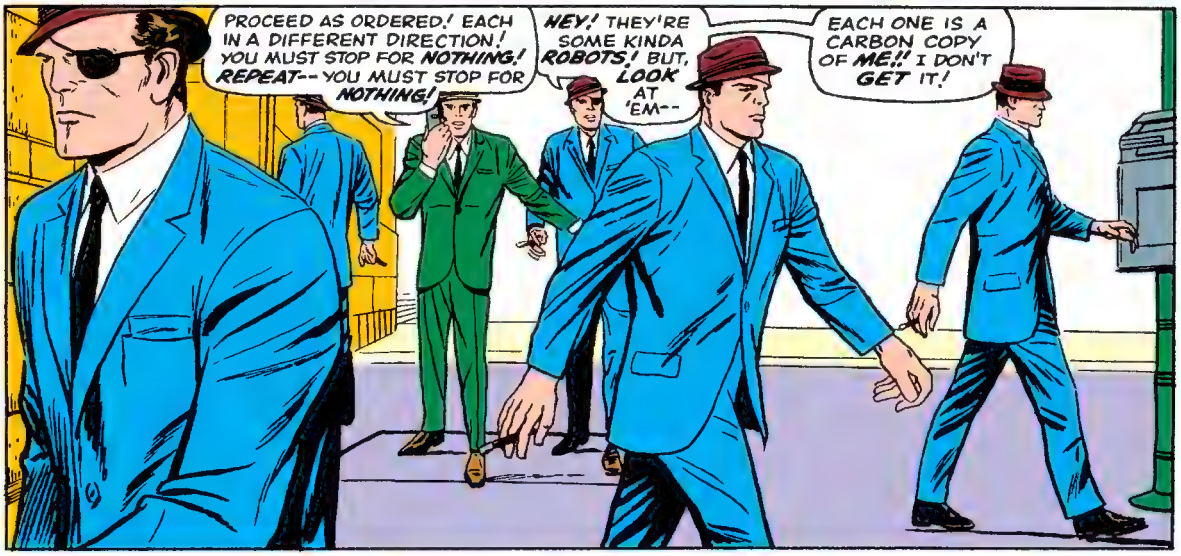
Special Bonus: Reprinting the first appearance of S.H.I.E.L.D. and a classic Iron Man/Nick Fury team-up.

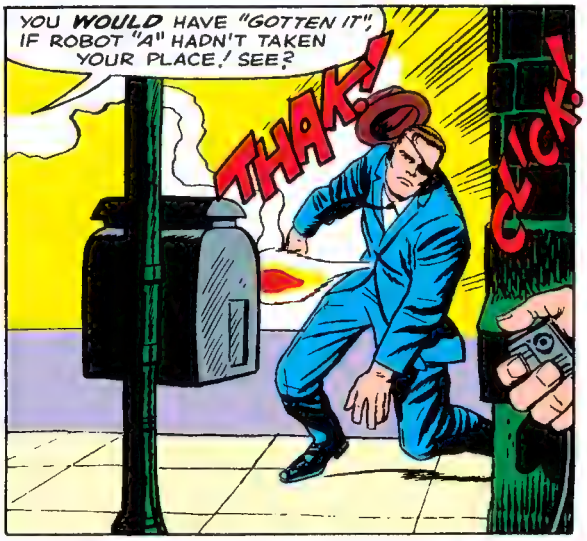

NICK FURY, AGENT OF
S.H.I.E.L.D.
SUPREME HEADQUARTERS INTERNATIONAL ESPIONAGE LAW-ENFORCEMENT DIVISION!
PRIORITY A-1
PART 1
"THE MAN FOR THE JOB!"
WHAT IN BLAZES IS GOIN' ON? I GET A CALL TO REPORT TO THE PENTAGON FOR AN L.M.D.; THEN THEY STICK ME INSIDE THIS NUTTY ELECTRIC WASHTUB! THE ONLY THING MISSIN' IS BELA LUGOSI WALTZIN' AROUND!
THE LATEST AND POSSIBLY THE GREATEST CREATION OF
STAN LEE, WRITER
JACK KIRBY, ARTIST
INKED BY: DICK AYERS
LETTERED BY: ARTIE SIMEK
THE CROWNING ACHIEVEMENT OF MARVEL'S MAGNIFICENT RENAISSANCE OF COMICS!
ALL RECORDING DEVICES REGISTER A-OKAY!
LIFE MODEL DECOY READY FOR OPERATION!
DON'T MOVE, FURY! DON'T EVEN BREATHE! THE SLIGHTEST ERROR CAN CAUSE YOUR DEATH!

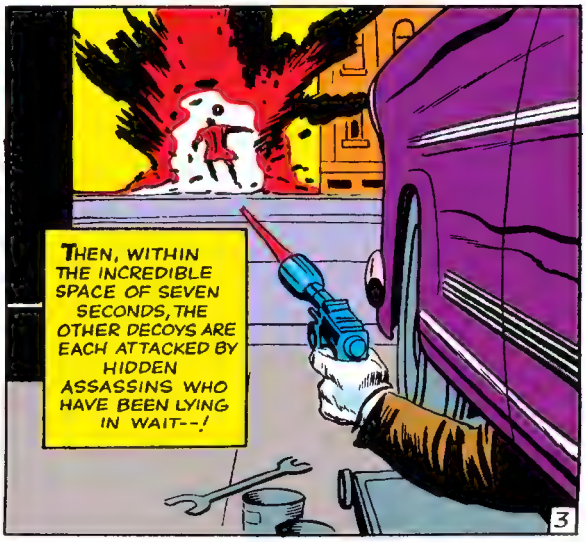
EXACTLY TEN SECONDS LATER...
YOU CAN CLEAN UP NOW, COLONEL! YOU'RE A LUCKY MAN--THERE WERE NO SLIP-UPS!
WELL, GOODY FOR YOU GUYS! WHERE ARE THEY GOIN' WITH THAT MATRIX GIZMO NOW?
THEY'LL TELL YOU ALL ABOUT IT!
SO FAR, SO GOOD! ORDER FOUR COPIES OF THE MASTER MATRIX TO BE CREATED IMMEDIATELY!
YES SIR! THEY'LL BE OPERATIONAL WITHIN A HALF HOUR!
CAREFUL OF THAT MASTER MOLD! DON'T JAR IT! AND HAVE COLONEL FURY REPORT TO THE READY ROOM FOR FURTHER INSTRUCTIONS!
CLEAR THE HALL! THE MATRIX IS BEING MOVED! STEP ON IT!
MP
LMD 4327 MASTER MATRI
NICK FURY
LOOK, BUSTER--- IF YOU GUYS WANNA PLAY "MAD SCIENTIST", HOW ABOUT FILLIN' ME IN ON THE RULES?
NO TIME, COLONEL! I'LL EXPLAIN AS WE GO!
ARE THE MODELS READY? GOOD! ARE THE CLOTHES IDENTICAL? DON'T FORGET THE EYE PATCH! SYNCHRONIZE WATCHES--!
NOW WHERE ARE WE GOIN'? AND HOW COME THE EMPEES HAVE THEIR POP-GUNS AT THE READY?
YOUR SAFETY IS OF VITAL CONCERN TO US NOW!
ARE YOU KIDDIN'? I'M JUST A CHICKEN COLONEL IN G-2! SPY-GUYS LIKE ME ARE A DIME A DOZEN!
THE WHITE HOUSE THINKS DIFFERENTLY, FURY!
A SECTION
THE WHITE HOUSE! THIS IS A BLAMED SIGHT BIGGER'N I THOUGHT IT WAS!
2

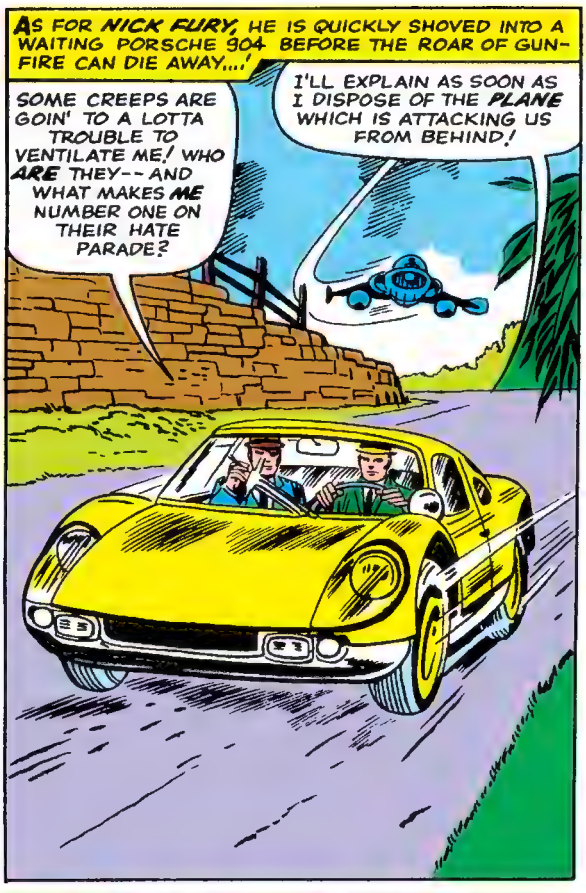
THE DECOYS ARE IN POSITION AND PRIMED FOR ACTION! BEGIN THE LIFT!
LISTEN CLOSELY, COLONEL! IN TWELVE SECONDS WE REACH THE STREET! DON'T LET ANYTHING THAT HAPPENS SHOCK YOU! JUST OBEY MY INSTRUCTIONS TO THE LETTER!
I'M HOOKED, PAL! I'VE GOTTA SEE WHAT THIS IS ALL ABOUT!
ELEVEN SECONDS! TEN! NINE! EIGHT!--

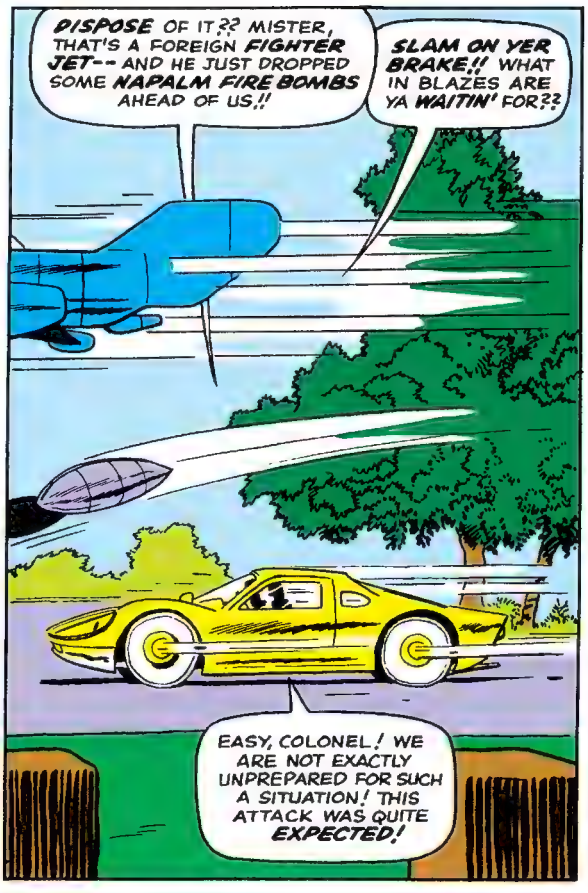
HEY! WHO ARE THESE JOKERS STANDIN' ALL AROUND US?
THEY ARE DECOYS, CREATED FROM THE MASTER MATRIX WHICH WE MADE OF YOU! WATCH!

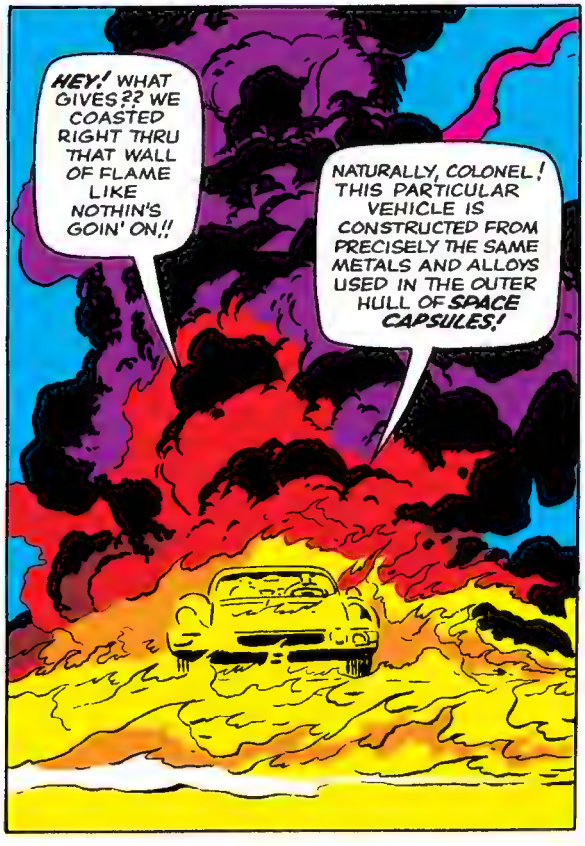

PROCEED AS ORDERED! EACH IN A DIFFERENT DIRECTION! YOU MUST STOP FOR NOTHING! REPEAT-- YOU MUST STOP FOR NOTHING!
HEY! THEY'RE SOME KINDA ROBOTS! BUT, LOOK AT 'EM--
EACH ONE IS A CARBON COPY OF ME!! I DON'T GET IT!


YOU WOULD HAVE "GOTTEN IT", IF ROBOT "A" HADN'T TAKEN YOUR PLACE! SEE?
THAK!
CLICK!

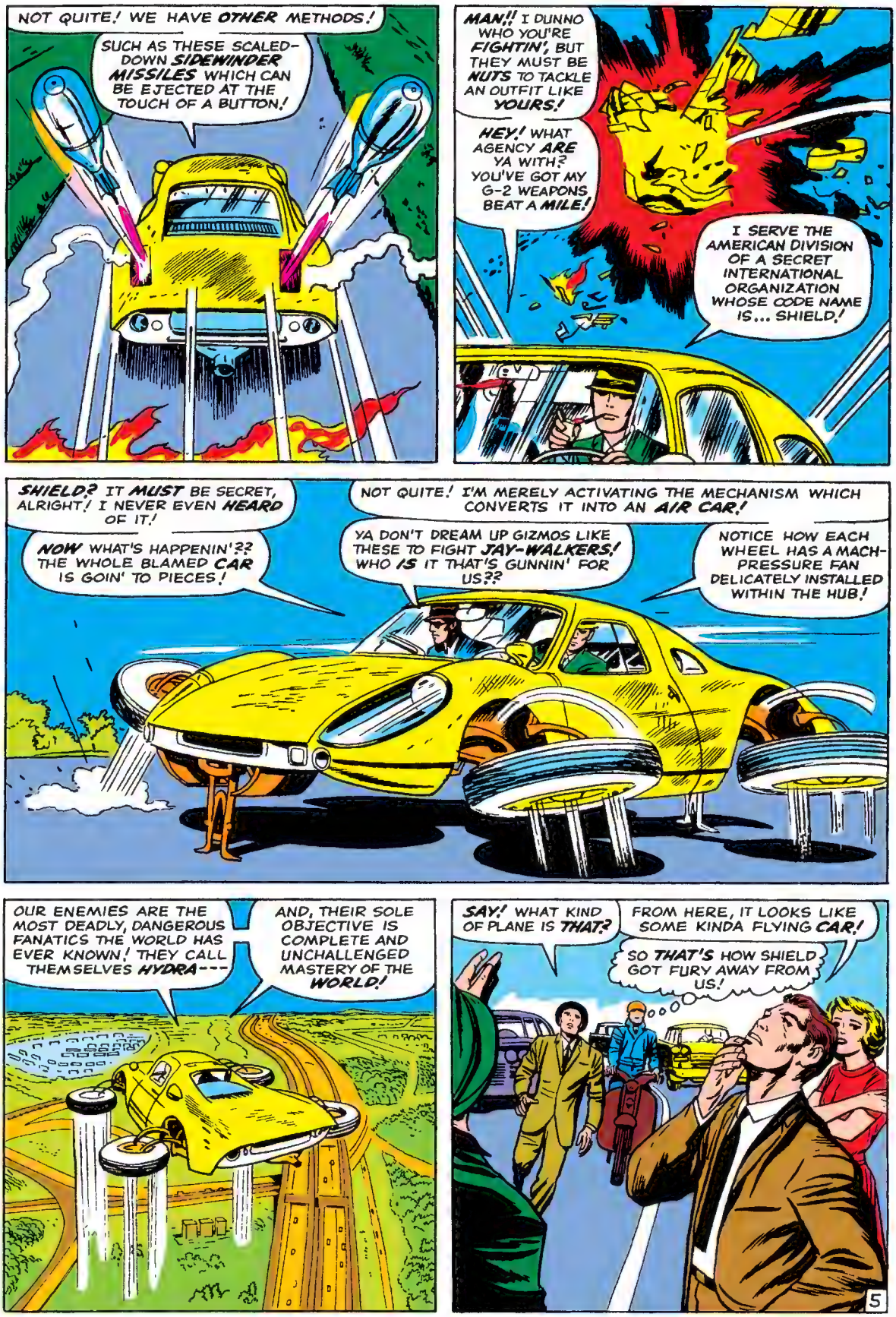

THEN, WITHIN THE INCREDIBLE SPACE OF SEVEN SECONDS, THE OTHER DECOYS ARE EACH ATTACKED BY HIDDEN ASSASSINS WHO HAVE BEEN LYING IN WAIT--!

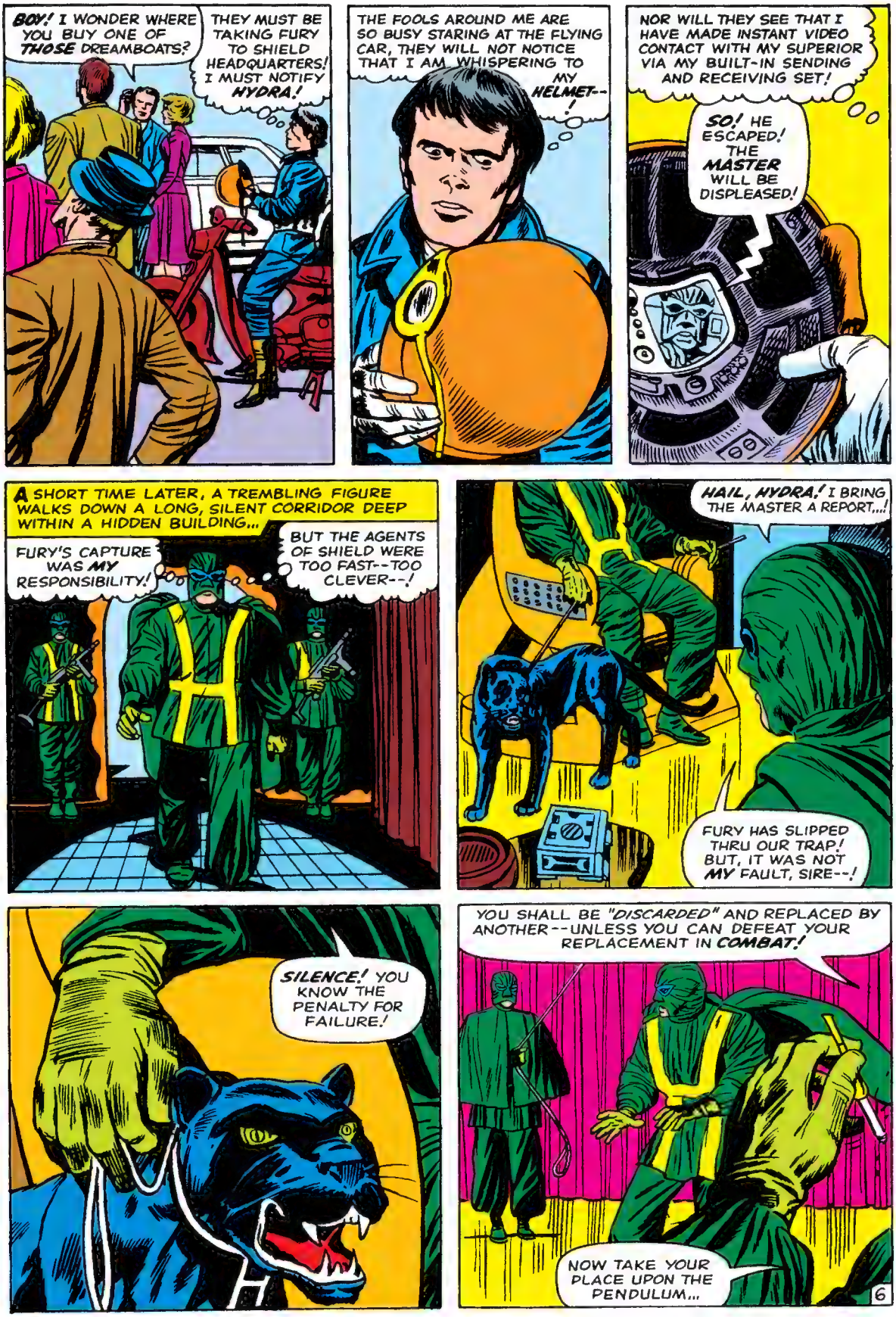

AS FOR NICK FURY, HE IS QUICKLY SHOVED INTO A WAITING PORSCHE 904 BEFORE THE ROAR OF GUN-FIRE CAN DIE AWAY...!
SOME CREEPS ARE GOIN' TO A LOTTA TROUBLE TO VENTILATE ME! WHO ARE THEY-- AND WHAT MAKES ME NUMBER ONE ON THEIR HATE PARADE?
I'LL EXPLAIN AS SOON AS I DISPOSE OF THE PLANE WHICH IS ATTACKING US FROM BEHIND!


DISPOSE OF IT?? MISTER, THAT'S A FOREIGN FIGHTER JET-- AND HE JUST DROPPED SOME NAPALM FIRE BOMBS AHEAD OF US!!
SLAM ON YER BRAKE!! WHAT IN BLAZES ARE YA WAITIN' FOR??
EASY, COLONEL! WE ARE NOT EXACTLY UNPREPARED FOR SUCH A SITUATION! THIS ATTACK WAS QUITE EXPECTED!


HEY! WHAT GIVES?? WE COASTED RIGHT THRU THAT WALL OF FLAME LIKE NOTHIN'S GOIN' ON!!
NATURALLY, COLONEL! THIS PARTICULAR VEHICLE IS CONSTRUCTED FROM PRECISELY THE SAME METALS AND ALLOYS USED IN THE OUTER HULL OF SPACE CAPSULES!

BUT, YA STILL HAVEN'T TOLD ME-- WHO ARE THOSE TRIGGER-HAPPY GOONS?? AND WHY AM I THERE-- HEY!! HE'S COMIN' BACK FOR ANOTHER TRY AT US!
THAT'S UNFORTUNATE -- FOR THEM! I'LL HAVE TO DISPOSE OF THEIR PLANE!
FROM HERE?? QUIT PUTTIN' ME ON, MAC! WHAT'RE YA GONNA DO-- WISH IT AWAY??


NOT QUITE! WE HAVE OTHER METHODS!
SUCH AS THESE SCALED-DOWN SIDEWINDER MISSILES WHICH CAN BE EJECTED AT THE TOUCH OF A BUTTON!
MAN!! I DUNNO WHO YOU'RE FIGHTIN', BUT THEY MUST BE NUTS TO TACKLE AN OUTFIT LIKE YOURS!
HEY! WHAT AGENCY ARE YA WITH? YOU'VE GOT MY G-2 WEAPONS BEAT A MILE!
I SERVE THE AMERICAN DIVISION OF A SECRET INTERNATIONAL ORGANIZATION WHOSE CODE NAME IS... SHIELD!
SHIELD? IT MUST BE SECRET, ALRIGHT! I NEVER EVEN HEARD OF IT!
NOW WHAT'S HAPPENIN'?? THE WHOLE BLAMED CAR IS GOIN' TO PIECES!
NOT QUITE! I'M MERELY ACTIVATING THE MECHANISM WHICH CONVERTS IT INTO AN AIR CAR!
YA DON'T DREAM UP GIZMOS LIKE THESE TO FIGHT JAY-WALKERS! WHO IS IT THAT'S GUNNIN' FOR US??
NOTICE HOW EACH WHEEL HAS A MACH-PRESSURE FAN DELICATELY INSTALLED WITHIN THE HUB!
OUR ENEMIES ARE THE MOST DEADLY, DANGEROUS FANATICS THE WORLD HAS EVER KNOWN! THEY CALL THEMSELVES HYDRA---
AND, THEIR SOLE OBJECTIVE IS COMPLETE AND UNCHALLENGED MASTERY OF THE WORLD!
SAY! WHAT KIND OF PLANE IS THAT?
FROM HERE, IT LOOKS LIKE SOME KINDA FLYING CAR!
SO THAT'S HOW SHIELD GOT FURY AWAY FROM US!

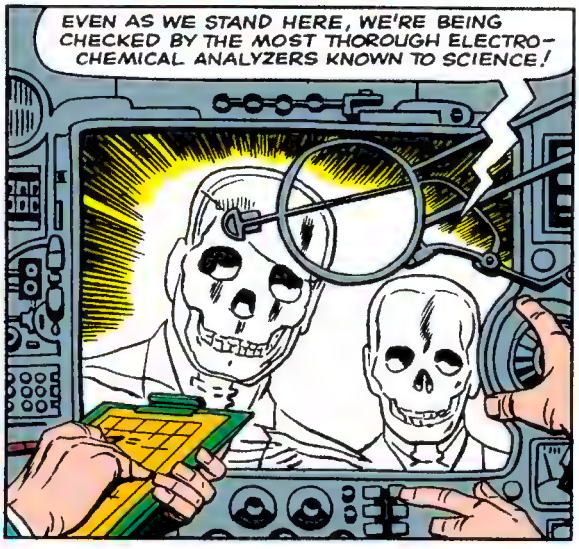

BOY! I WONDER WHERE YOU BUY ONE OF THOSE DREAMBOATS?
THEY MUST BE TAKING FURY TO SHIELD HEADQUARTERS! I MUST NOTIFY HYDRA!
THE FOOLS AROUND ME ARE SO BUSY STARING AT THE FLYING CAR, THEY WILL NOT NOTICE THAT I AM WHISPERING TO MY HELMET--!
NOR WILL THEY SEE THAT I HAVE MADE INSTANT VIDEO CONTACT WITH MY SUPERIOR VIA MY BUILT-IN SENDING AND RECEIVING SET!
SO! HE ESCAPED! THE MASTER WILL BE DISPLEASED!
A SHORT TIME LATER, A TREMBLING FIGURE WALKS DOWN A LONG, SILENT CORRIDOR DEEP WITHIN A HIDDEN BUILDING...
FURY'S CAPTURE WAS MY RESPONSIBILITY!
BUT THE AGENTS OF SHIELD WERE TOO FAST--TOO CLEVER--!
HAIL, HYDRA! I BRING THE MASTER A REPORT...!
FURY HAS SLIPPED THRU OUR TRAP! BUT, IT WAS NOT MY FAULT, SIRE--!
SILENCE! YOU KNOW THE PENALTY FOR FAILURE!
YOU SHALL BE "DISCARDED" AND REPLACED BY ANOTHER--UNLESS YOU CAN DEFEAT YOUR REPLACEMENT IN COMBAT!
NOW TAKE YOUR PLACE UPON THE PENDULUM...
6

HAIL HYDRA! THE PENDULUMS ARE READY, MASTER!
MERCY, MASTER!! MERCY! MY REPLACEMENT HAS AN ELECTRIC PISTOL--BUT I AM UNARMED!!
OF COURSE! IT IS INTENDED THAT YOU LOSE--UNLESS YOU CAN TRIUMPH BY TRICKERY OR STEALTH!
BUT, ENOUGH TALK! ONTO THE PENDULUM WITH HIM!
HOLD STILL, DOOMED ONE! I SHALL END THIS AS QUICKLY AS POSSIBLE!
ZIT!
NO! NO! I WANT TO LIVE! I WANT TO LIVE!
WEAKLING!! DO NOT ALL HYDRA MEMBERS PLEDGE TO GIVE THEIR VERY LIVES TO THE CAUSE--TO THE MASTER!??
BUT--I'VE BEEN LOYAL!! I'VE SERVED THE MASTER WELL--THIS WAS MY ONLY FAILURE--!!
NO MEMBER OF HYDRA LIVES TO FAIL A SECOND TIME!
I'LL GET YOU!! I'LL GRAB YOUR GUN BEFORE YOU CAN SHOOT ME! I'LL SAVE MYSELF YET!
FAH!! YOU ARE A DISGRACE TO HYDRA! YOU SHOULD HAVE BORNE YOUR FATE WITH MORE DIGNITY!

IT IS ENDED, MASTER! THE UNWORTHY ONE WILL FAIL YOU NO MORE!
APPROACH THE ARMS OF HYDRA! PREPARE TO UNMASK AND TAKE THE OATH AS YOU JOIN THE CIRCLE OF ASSASSINS!

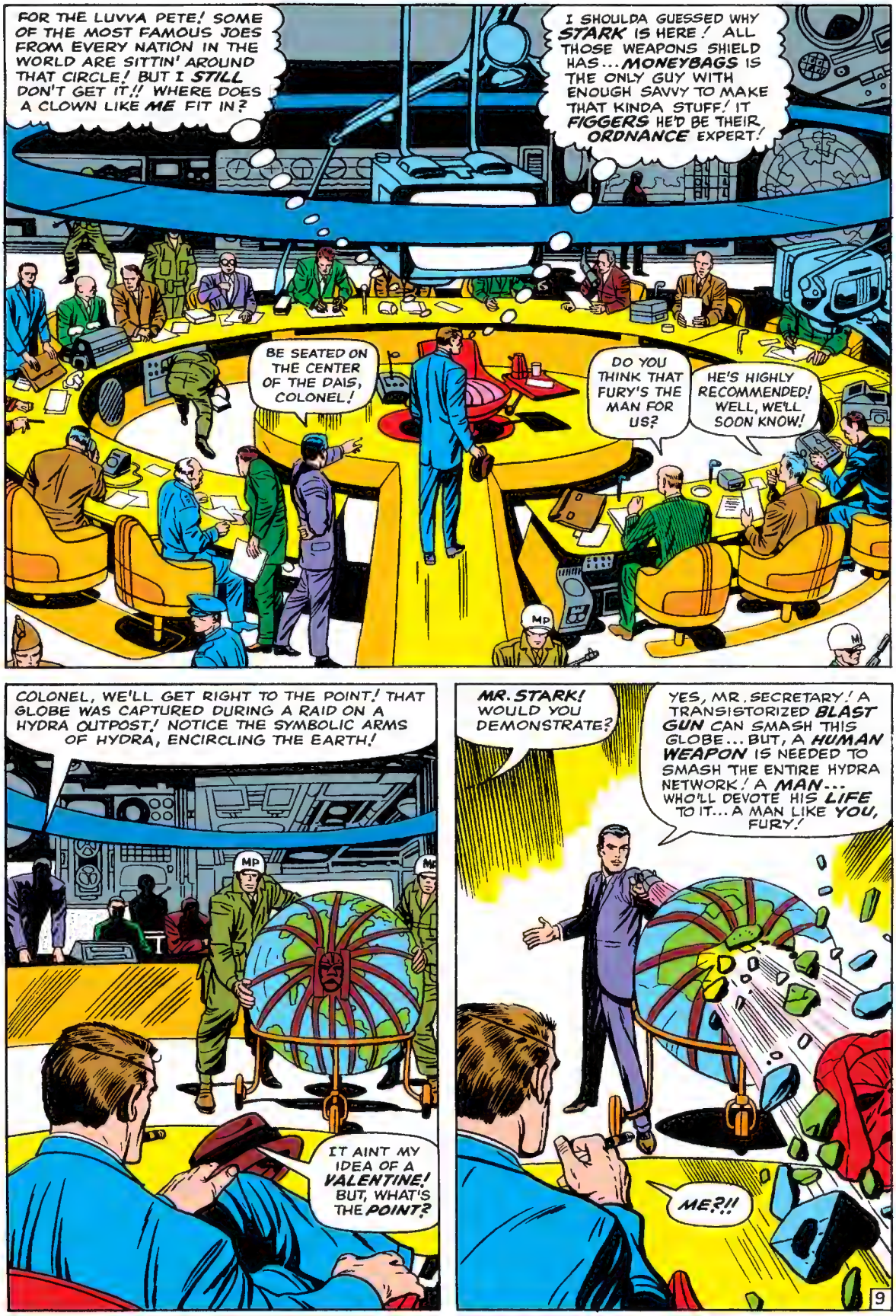
FOR YOU, AGENT H, ARE THE FIRST FEMALE EVER TO ATTAIN SO EXALTED A RANK!
HAIL HYDRA! IMMORTAL HYDRA! WE SHALL NEVER BE DESTROYED!
CUT OFF A LIMB, AND TWO MORE SHALL TAKE ITS PLACE!
WE SERVE NONE BUT THE MASTER --AS THE WORLD SHALL SOON SERVE US! HAIL HYDRA!

MEANWHILE, IN A DARKENED ROOM, NICK FURY WAITS--AND WONDERS--
YOU GUYS SURE LIKE TO PLAY GAMES, DON'TCHA? WHAT'S THE BLACKOUT FOR--BLIND MAN'S BLUFF?
THIS IS NO GAME, COLONEL! BEFORE YOU GO ANY FURTHER, WE MUST MAKE SURE HYDRA HASN'T GOTTEN TO YOU FIRST!

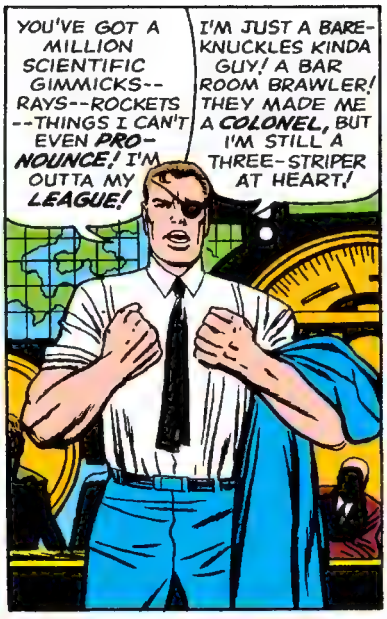

EVEN AS WE STAND HERE, WE'RE BEING CHECKED BY THE MOST THOROUGH ELECTRO-CHEMICAL ANALYZERS KNOWN TO SCIENCE!

THEN, FINALLY...
YOU MAY NOW ENTER, NICK FURY!
BIG DEAL! YA MAKE IT SOUND LIKE I JUST WON "QUEEN FOR A DAY"!

I THINK YOU'LL FIND THAT THIS IS NO LAUGHING MATTER, COLONEL!
SAY! I KNOW YOU! YOU'RE TONY STARK! THE PLAYBOY ARMS INVENTOR!
I AM ALSO IN CHARGE OF THE SPECIAL WEAPONRY SECTION OF SHIELD! PLEASE STEP FORWARD..!

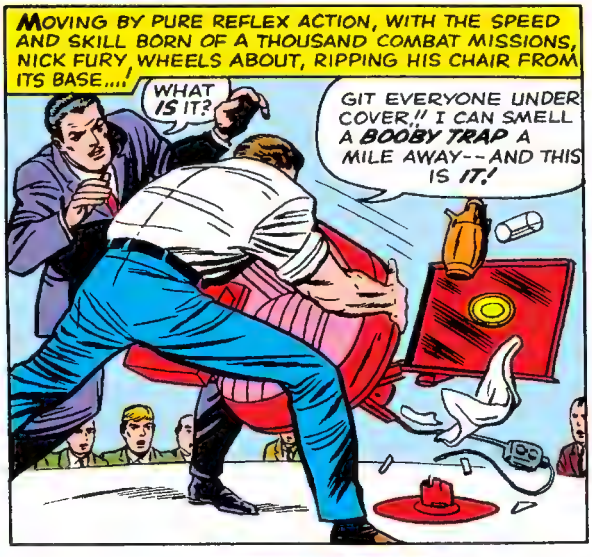

FOR THE LUVVA PETE! SOME OF THE MOST FAMOUS JOES FROM EVERY NATION IN THE WORLD ARE SITTIN' AROUND THAT CIRCLE! BUT I STILL DON'T GET IT!! WHERE DOES A CLOWN LIKE ME FIT IN?
I SHOULDA GUESSED WHY STARK IS HERE! ALL THOSE WEAPONS SHIELD HAS... MONEYBAGS IS THE ONLY GUY WITH ENOUGH SAVVY TO MAKE THAT KINDA STUFF! IT FIGGERS HE'D BE THEIR ORDNANCE EXPERT!
BE SEATED ON THE CENTER OF THE DAIS, COLONEL!
DO YOU THINK THAT FURY'S THE MAN FOR US?
HE'S HIGHLY RECOMMENDED! WELL, WE'LL SOON KNOW!
MP
COLONEL, WE'LL GET RIGHT TO THE POINT! THAT GLOBE WAS CAPTURED DURING A RAID ON A HYDRA OUTPOST! NOTICE THE SYMBOLIC ARMS OF HYDRA, ENCIRCLING THE EARTH!
MP
IT AINT MY IDEA OF A VALENTINE! BUT, WHAT'S THE POINT?
MR. STARK! WOULD YOU DEMONSTRATE?
YES, MR. SECRETARY! A TRANSISTORIZED BLAST GUN CAN SMASH THIS GLOBE... BUT, A HUMAN WEAPON IS NEEDED TO SMASH THE ENTIRE HYDRA NETWORK! A MAN... WHO'LL DEVOTE HIS LIFE TO IT... A MAN LIKE YOU, FURY!
ME?!!
9

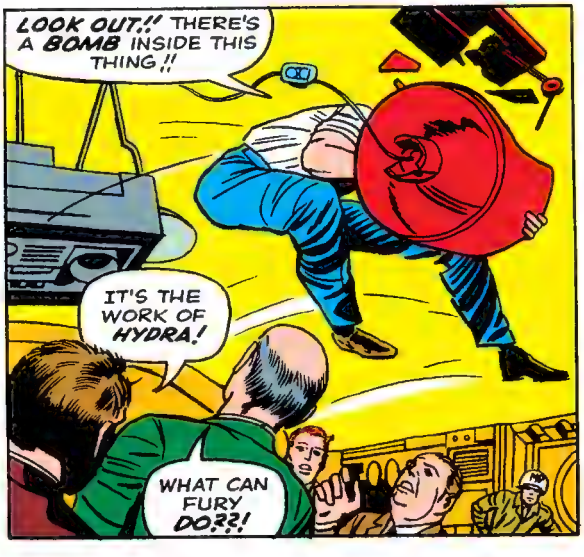
YOU HAVE BEEN CHOSEN TO LEAD OUR WORLD-WIDE ORGANIZATION! YOUR MISSION IS--DESTROY HYDRA!
NO!
YA CAN'T MEAN IT! YOU GOTTA BE KIDDIN'!

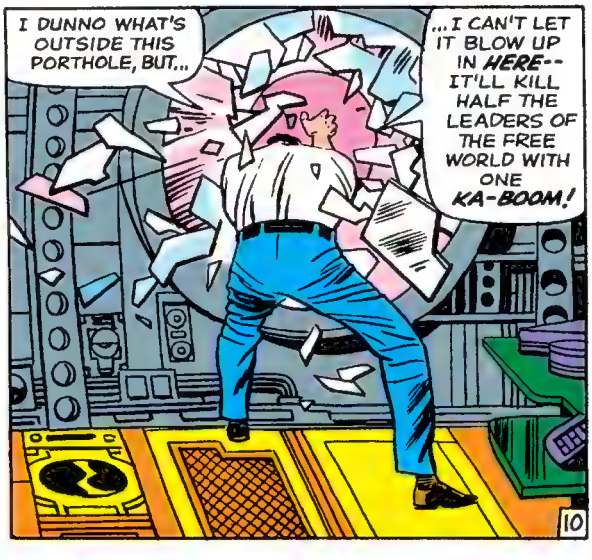

YOU'VE GOT A MILLION SCIENTIFIC GIMMICKS--RAYS--ROCKETS --THINGS I CAN'T EVEN PRO-NOUNCE! I'M OUTTA MY LEAGUE!
I'M JUST A BARE-KNUCKLES KINDA GUY! A BAR ROOM BRAWLER! THEY MADE ME A COLONEL, BUT I'M STILL A THREE-STRIPER AT HEART!

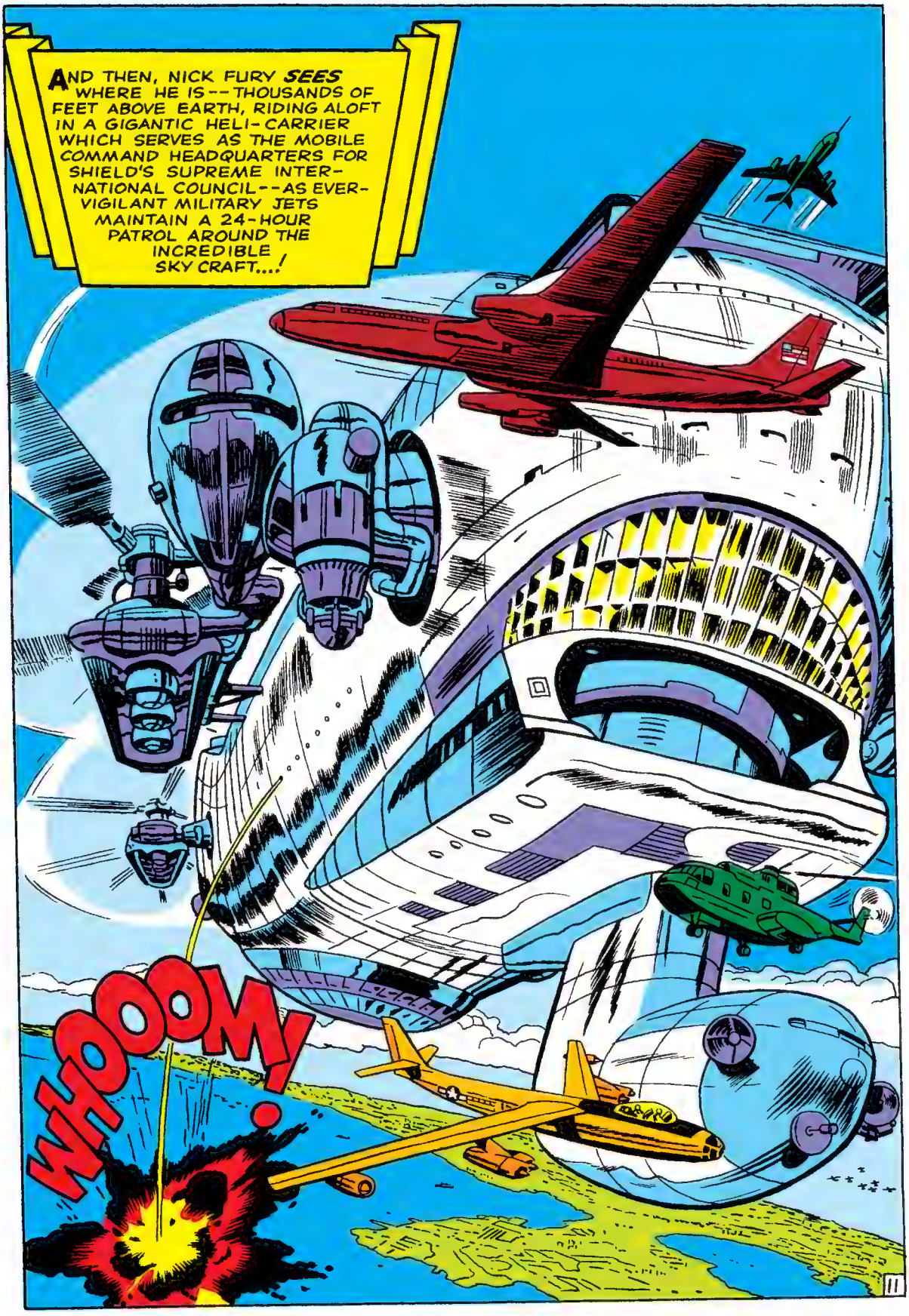
WHERE DO I COME OFF LEADIN' A HOT-SHOT OUTFIT LIKE THIS? I'D FALL FLAT ON MY UGLY PAN!
YOU UNDER-ESTIMATE YOURSELF, FURY! YOUR ENTIRE LIFE QUALIFIES YOU FOR THIS JOB!

THEN, AT THAT INSTANT...
WHAT'S THAT WIRE UNDER MY FOOT??!


MOVING BY PURE REFLEX ACTION, WITH THE SPEED AND SKILL BORN OF A THOUSAND COMBAT MISSIONS, NICK FURY WHEELS ABOUT, RIPPING HIS CHAIR FROM ITS BASE...!
WHAT IS IT?
GIT EVERYONE UNDER COVER!! I CAN SMELL A BOOBY TRAP A MILE AWAY--AND THIS IS IT!


LOOK OUT!! THERE'S A BOMB INSIDE THIS THING!!
IT'S THE WORK OF HYDRA!
WHAT CAN FURY DO??!


I DUNNO WHAT'S OUTSIDE THIS PORTHOLE, BUT...
...I CAN'T LET IT BLOW UP IN HERE--IT'LL KILL HALF THE LEADERS OF THE FREE WORLD WITH ONE KA-BOOM!


AND THEN, NICK FURY SEES WHERE HE IS--THOUSANDS OF FEET ABOVE EARTH, RIDING ALOFT IN A GIGANTIC HELI-CARRIER WHICH SERVES AS THE MOBILE COMMAND HEADQUARTERS FOR SHIELD'S SUPREME INTERNATIONAL COUNCIL--AS EVER-VIGILANT MILITARY JETS MAINTAIN A 24-HOUR PATROL AROUND THE INCREDIBLE SKY CRAFT...!
WHOOOM!

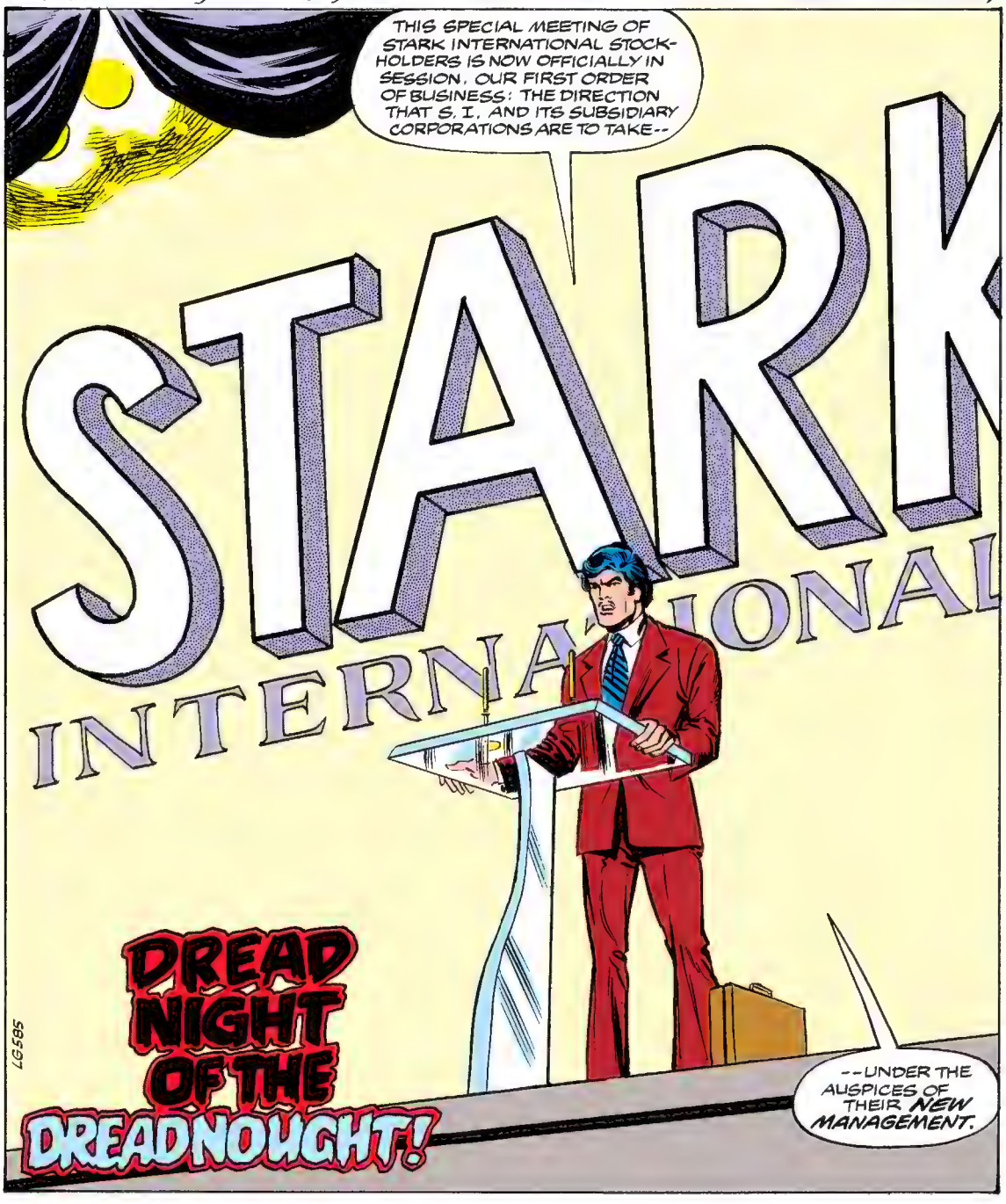
HAVING SAVED THE HELI-CARRIER AND THOSE WITHIN IT, FURY SPINS AROUND AGAIN, BARKING ORDERS WITH THE SPEED AND FORCE OF A BURP GUN--!
GRAB EVERY TECHNICIAN ON THIS TUB! FIND OUT WHO WIRED THIS ROOM! MOVE IT!
POST GUARDS AT EVERY PORTHOLE! COMMANDEER ALL PARACHUTES! NOBODY LEAVES THE SHIP!
MP
WHAT KINDA FOULED-UP SECURITY OPERATION IS THIS?? WHY WASN'T A CHECK MADE FOR BOOBY TRAPS??
HOW D'YA EXPECT TO HANDLE AN OUTFIT LIKE HYDRA IF YA CAN'T PROTECT YOUR OWN COMMAND SHIP?!!
MINUTES LATER, AFTER THE GUILTY TECHNICIAN HAS BEEN APPREHENDED...
SHOVE A GAG IN HIS MOUTH! HE MAY HAVE A POISON PILL TO CHEW! LOOK ALIVE, YOU MEATBALLS!
AWRIGHT--THAT WRAPS IT UP! IT OUGHTTA BE SAFE TO LAND 'ER NOW!
THAT WAS A CLOSE ONE! LOOKS LIKE HYDRA PLAYS FOR KEEPS! DO THEY REALLY HAVE A CHANCE TO OVERTHROW WORLD-WIDE LAW 'N ORDER?
IT SEEMS THAT WAY, COLONEL!
THEY HAVE UNLIMITED WEALTH, AND A SECRET ARMY OF DEADLY AGENTS IN EVERY PART OF THE GLOBE!
THAT MEANS IT'S THEM--OR US--RIGHT?
EXACTLY!
12
GENTLEMEN, MY WORK HERE IS DONE! SHIELD HAS FOUND A LEADER!
LOOKS LIKE SOMEBODY HAS TO SMASH HYDRA!!
SO, IT MIGHT AS WELL BE ME!
The END
BUT, HYDRA IS IMMORTAL! "CUT OFF A LIMB, AND TWO MORE SHALL TAKE ITS PLACE!" --AS WE SHALL SEE IN NEXT MONTH'S INCREDIBLE EPISODE OF THE SAGA OF SHIELD!

40¢
CC
129
DEC
02454
MARVEL® COMICS GROUP
APPROVED BY THE COMICS CODE AUTHORITY
THE INVINCIBLE
IRON MAN
TM
© 1979 MARVEL COMICS GROUP
DREAD NIGHT OF THE DREADNOUGHT!

When millionaire industrialist *Tony Stark*, inventor extraordinaire, garbs himself in solar-charged, steel-mesh *armor* he becomes the world's greatest human fighting machine...

Stan Lee PRESENTS: THE INVINCIBLE IRON MAN®

DAVID MICHELINIE *writer* • D. MINDS *plot* • SAL BUSCEMA *layouts* • M. HANDS *inks* • GEORGE BELL *colors* • JOHN COSTANZA *letters* • ROGER STERN *editor* • JIM SHOOTER *ed.-in-chief*


THIS SPECIAL MEETING OF STARK INTERNATIONAL STOCK-HOLDERS IS NOW OFFICIALLY IN SESSION. OUR FIRST ORDER OF BUSINESS: THE DIRECTION THAT S. I. AND ITS SUBSIDIARY CORPORATIONS ARE TO TAKE--
STARK
INTERNATIONAL
--UNDER THE AUSPICES OF THEIR NEW MANAGEMENT.
DREAD NIGHT OF THE DREADNOUGHT!
LGS97

THE CHAIR IS NOW OPEN FOR COMMENT. ARE THERE ANY SUGGESTIONS FROM THE STOCKHOLDERS?
YEAH, STARK, CUT THE CLOWNIN'!
WE BOTH KNOW THAT SHIELD* REPRESENTATIVES HAVE BEEN BUYIN' UP STOCK IN STARK INTERNATIONAL FOR MONTHS.
AN' NOW THAT WE'VE GOT THOSE TWO SHARES YOU GAVE YOUR BUTLER, JARVIS, THE ONLY PRINCIPLES OWNIN' S.I. STOCK ARE YOU AN' US.
AN' SHIELD'S GOT THE CONTROLLIN' INTEREST.
*THE QUASI-GOVERNMENTAL SUPREME HEADQUARTERS INTERNATIONAL ESPIONAGE LAW-ENFORCEMENT DIVISION -- R.
I'M SORRY IT HAD TO BE THIS WAY, STARK. BUT THE BOTTOM LINE O' MY JOB IS PROTECTIN' AMERICA.
AN' I NEED STARK INTERNATIONAL TO DO THAT.
THIS IS THE PLAN OUR THINK-BOYS CAME UP WITH TO GET S.I. BACK INTO MANUFACTURIN' MUNITIONS. CAN YOU GET ON IT RIGHT AWAY?
SURE, NICK, I'LL BE GLAD TO--
--UH-OH. GEE, NICK, I THINK WE'VE GOT A PROBLEM. MOST OF THESE WEAPONS PATENTS ARE PRIVATELY OWNED--BY ME-- AND I'VE DECIDED TO SELL THEM ON THE OPEN MARKET.
HUH?
THERE'S THIS NEW MASARATI I'VE GOT MY EYE ON. YOU UNDERSTAND...

MY STAFF COULD PROBABLY COME UP WITH NEW DESIGNS BUT, GOSH, THEY SEEM TO HAVE THIS THING ABOUT LOYALTY.
THIS LIST OF 246 RESIGNATIONS IS ALMOST COMPLETE--YOU CAN PICK UP THE REST FROM MY SECRETARY.
BUT--!
OH, AND SINCE I'M JUST AN EMPLOYEE NOW, I'VE DECIDED TO TAKE THE VACATION I'VE BEEN PUTTING OFF FOR YEARS.
MY ACCUMULATED LEAVE TIME COMES TO NINE MONTHS, MORE OR LESS.
I'LL SEND YOU A POST-CARD FROM TAHITI.
NOW WAIT JUST A MOTHER-LOVIN' MINUTE! WHAT AM I SUPPOSED TO DO WITH A THOUSAND ACRES OF UNDERSTAFFED INDUSTRIAL COMPLEX?
WOULD YOU LIKE A SUGGESTION?
BLAST IT, MAN, YOU'VE GOT THE MOST SOPHISTICATED RESEARCH AND MANUFACTURING FACILITIES IN THE WORLD! BUT WITHOUT YOU, WITHOUT YOUR PATENTS AND ENGINEERS, SHIELD WON'T BE ABLE TO BUILD SO MUCH AS A BATTERY-POWERED MUSKET!
I KNOW.
TENSION CRACKLES THE AIR FOR A HEARTBEAT... TEN... AND THEN COLONEL NICK FURY'S SHOULDERS SLUMP. FOR LIKE ALL GOOD STRATEGISTS, HE KNOWS THE MEANING OF THE WORD, "OUTMANEUVERED."
I, UH, SUPPOSE WE'D BETTER TALK THIS OVER.

AN HOUR LATER, IN AN UPPER-LEVER RECEPTION AREA...
AFTERNOON, MRS. ARBOGAST. ANY MESSAGES?
ANOTHER REPORT ON THAT TROUBLE AT YOUR HONG KONG BRANCH, MR. STARK.
WILL YOU BE HANDLING IT, SIR--

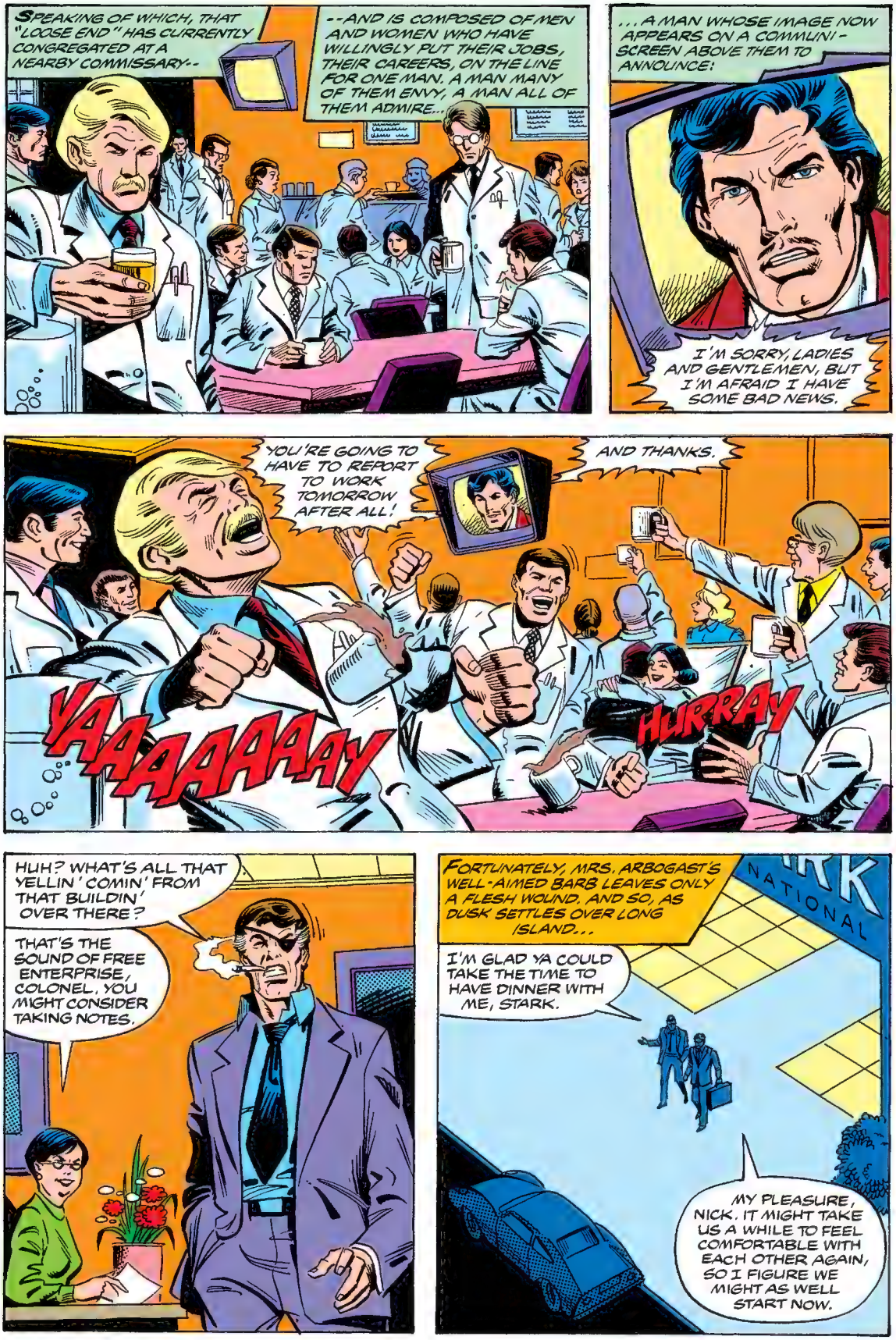
--OR SHOULD I PASS IT ALONG TO THE FASCIST GENTLEMAN?
UH, NO, MRS. ARBOGAST. I'LL TAKE CARE OF IT TOMORROW.

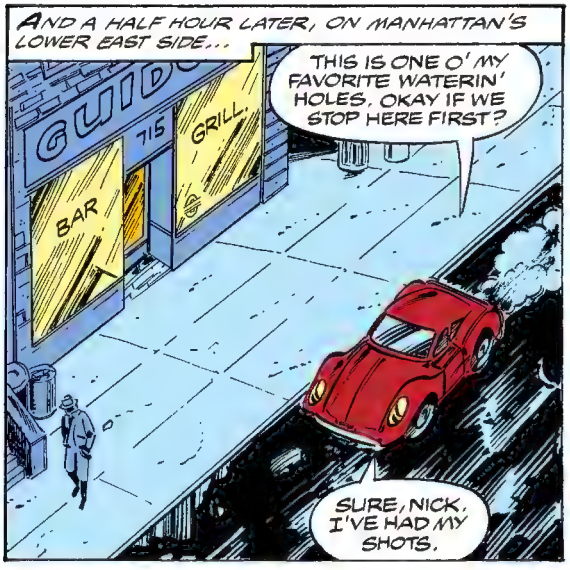
BUT RIGHT NOW I'VE SOMETHING ELSE TO DO. ENTERTAIN COLONEL FURY FOR A FEW MINUTES, WILL YOU?
OH, SWELL.
OH, SWELL.

AND, IN AN ADJACENT AUXILIARY OFFICE...
HELLO, BETH. RHODEY. I'M GLAD YOU HUNG AROUND.
TONY! WHAT HAPPENED?
SAY, BOSS, ARE YOU STILL BOSS?

LET'S JUST PUT IT THIS WAY-- THE WORLD WILL HAVE TO WAIT A LITTLE LONGER FOR "SHIELD INTERNATIONAL"!
I KNEW YOU COULD DO IT, TONY! I KNEW YOU COULD!
AWRIGHT!

NICK AGREED TO SELL JARVIS HIS SHARES BACK AT COST, AND TO PUT THE BULK OF THE REMAINING STOCK BACK ON THE MARKET.
WHICH JUST LEAVES ONE LOOSE END TO TIE UP.

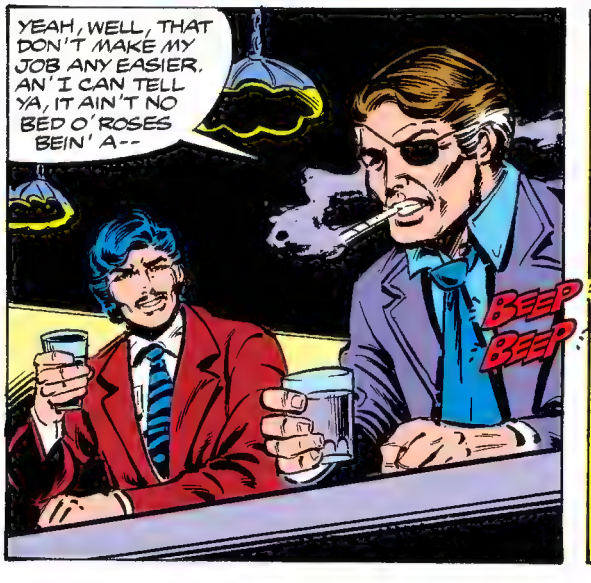

SPEAKING OF WHICH, THAT "LOOSE END" HAS CURRENTLY CONGREGATED AT A NEARBY COMMISSARY--
--AND IS COMPOSED OF MEN AND WOMEN WHO HAVE WILLINGLY PUT THEIR JOBS, THEIR CAREERS, ON THE LINE FOR ONE MAN. A MAN MANY OF THEM ENVY, A MAN ALL OF THEM ADMIRE...
...A MAN WHOSE IMAGE NOW APPEARS ON A COMMUNI-SCREEN ABOVE THEM TO ANNOUNCE:
I'M SORRY, LADIES AND GENTLEMEN, BUT I'M AFRAID I HAVE SOME BAD NEWS.
YOU'RE GOING TO HAVE TO REPORT TO WORK TOMORROW AFTER ALL!
AND THANKS.
YAAAAAAAY
HURRAY
HUH? WHAT'S ALL THAT YELLIN' COMIN' FROM THAT BUILDIN' OVER THERE?
THAT'S THE SOUND OF FREE ENTERPRISE, COLONEL. YOU MIGHT CONSIDER TAKING NOTES.
FORTUNATELY, MRS. ARBOGAST'S WELL-AIMED BARB LEAVES ONLY A FLESH WOUND. AND SO, AS DUSK SETTLES OVER LONG ISLAND...
NATIONAL
I'M GLAD YA COULD TAKE THE TIME TO HAVE DINNER WITH ME, STARK.
MY PLEASURE, NICK. IT MIGHT TAKE US A WHILE TO FEEL COMFORTABLE WITH EACH OTHER AGAIN, SO I FIGURE WE MIGHT AS WELL START NOW.


AND A HALF HOUR LATER, ON MANHATTAN'S LOWER EAST SIDE...
GUIDO
715
GRILL
BAR
THIS IS ONE O' MY FAVORITE WATERIN' HOLES. OKAY IF WE STOP HERE FIRST?
SURE, NICK, I'VE HAD MY SHOTS.

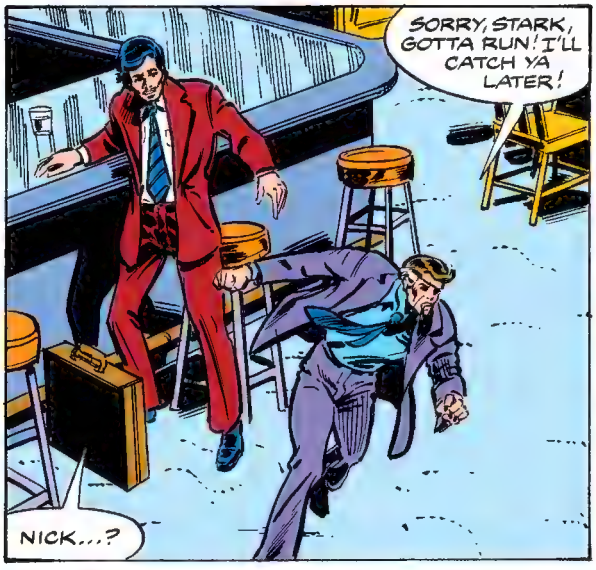
HEY, GUIDO! SET UP A COUPLA BOILER-MAKERS, WILLYA?
UH, BETTER MAKE THAT JUST ONE BOILERMAKER, GUIDO, AND A PERRIER.

A PAIR O' WHAT?
NEVER MIND. I'LL HAVE A GINGER ALE.

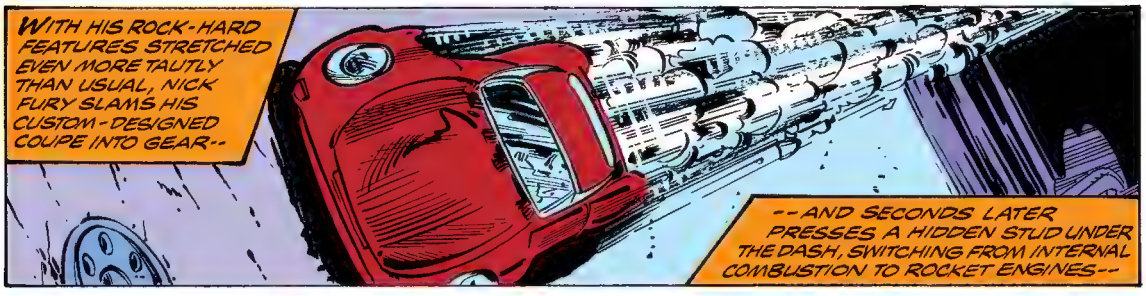
LOOK, STARK, I ADMIRE THE WAY YA STUCK UP FER YER CONVICTIONS--BUT I STILL DON'T UNDERSTAND IT.!
I USED TO THINK YA WERE ON OUR SIDE, BUT NOW IT LOOKS LIKE YA'VE TURNED YER BACK ON YER COUNTRY.
I STILL LOVE MY COUNTRY, NICK, AND I FIGHT FOR IT--BUT IN MY OWN WAY.

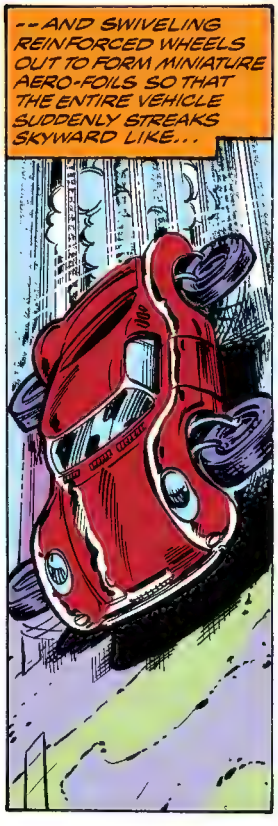

YEAH, WELL, THAT DON'T MAKE MY JOB ANY EASIER. AN' I CAN TELL YA, IT AIN'T NO BED O' ROSES BEIN' A--
BEEP
BEEP

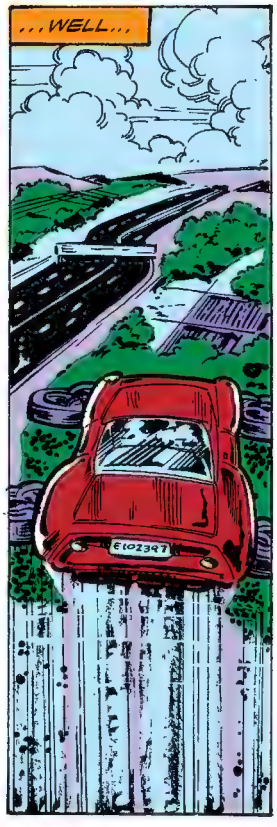
A "BEEP BEEP"?
CHANNEL D! FLASHIN' A PRIORITY ALPHA ALERT!

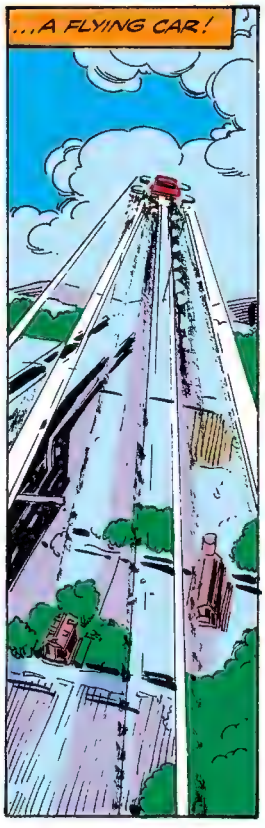

SORRY, STARK, GOTTA RUN! I'LL CATCH YA LATER!
NICK...?

I HATED TO LEAVE TONY IN A LURCH-- AN' WITH THE TAB-- BUT THE POSSIBLE DESTRUCTION O' THE WHOLE WORLD'S GOTTA COME BEFORE SOCIAL AMENITIES!
GUID


WITH HIS ROCK-HARD FEATURES STRETCHED EVEN MORE TAUTLY THAN USUAL, NICK FURY SLAMS HIS CUSTOM-DESIGNED COUPE INTO GEAR--
--AND SECONDS LATER PRESSES A HIDDEN STUD UNDER THE DASH, SWITCHING FROM INTERNAL COMBUSTION TO ROCKET ENGINES--

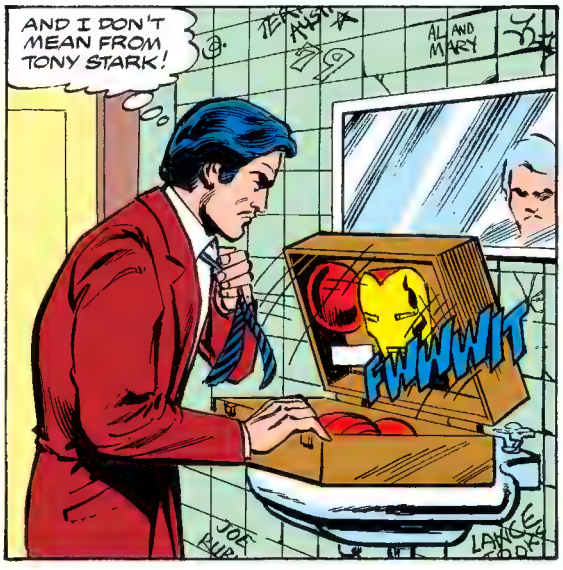

--AND SWIVELING REINFORCED WHEELS OUT TO FORM MINIATURE AERO-FOILS SO THAT THE ENTIRE VEHICLE SUDDENLY STREAKS SKYWARD LIKE...

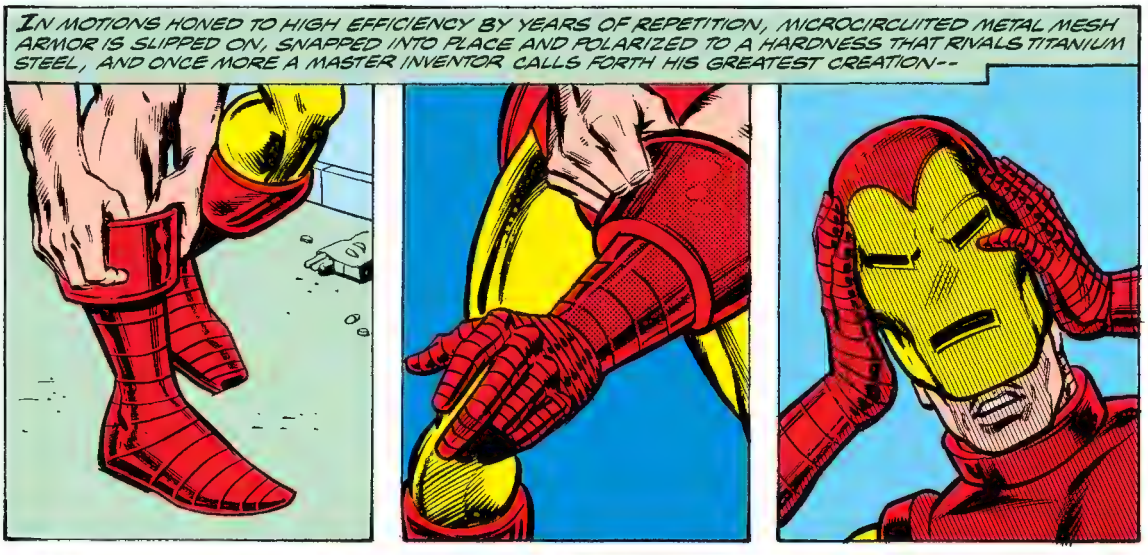

...WELL...

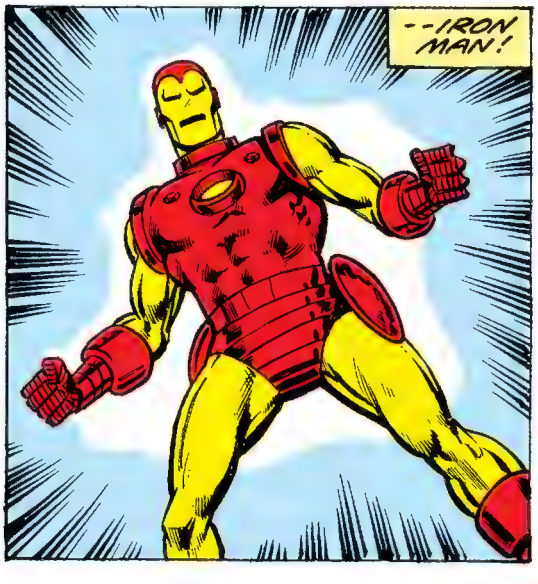

...A FLYING CAR!

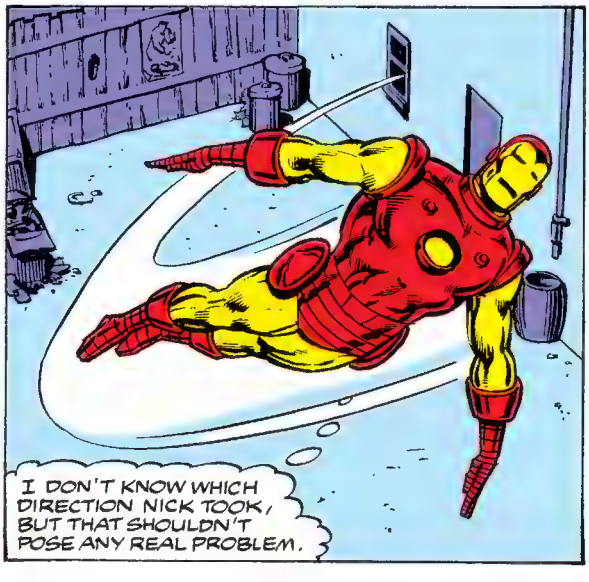
WHILE BACK AT GUIDO'S...
"PRIORITY ALPHA"? I REMEMBER HEARING THAT TERM BEFORE, BACK WHEN THOR AND I--
--GOOD LORD!

IF THAT ALERT MEANS WHAT I THINK IT DOES, NICK'S GOING TO NEED ALL THE HELP HE CAN GET!
GENTS

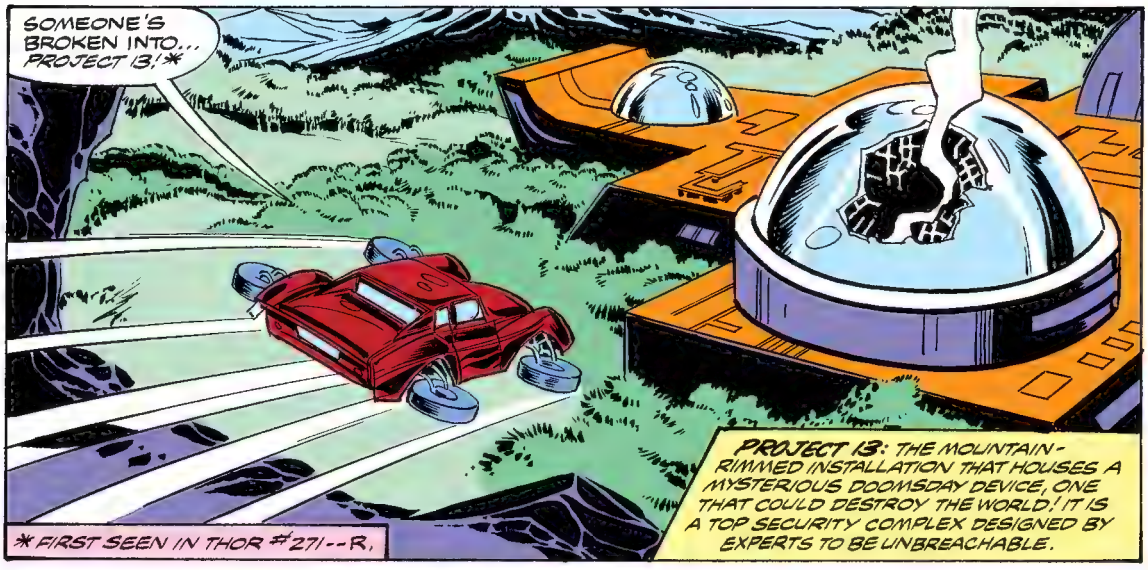

AND I DON'T MEAN FROM TONY STARK!
AL AND MARY
FWWWIT
JOE RUBINSTEIN
LARRY

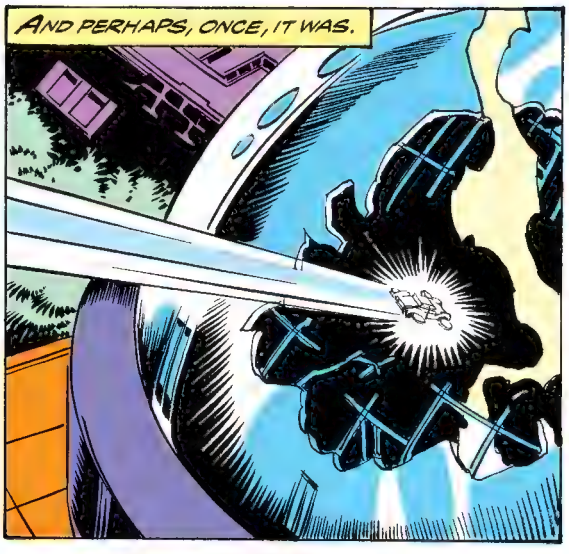

IN MOTIONS HONED TO HIGH EFFICIENCY BY YEARS OF REPETITION, MICROCIRCUITED METAL MESH ARMOR IS SLIPPED ON, SNAPPED INTO PLACE AND POLARIZED TO A HARDNESS THAT RIVALS TITANIUM STEEL, AND ONCE MORE A MASTER INVENTOR CALLS FORTH HIS GREATEST CREATION--

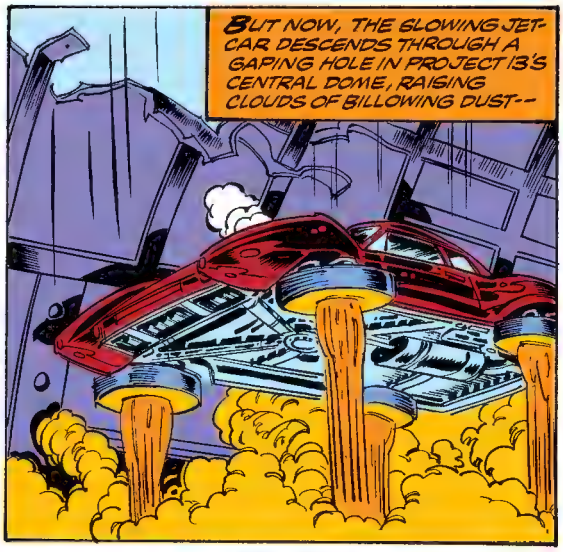

--IRON MAN!

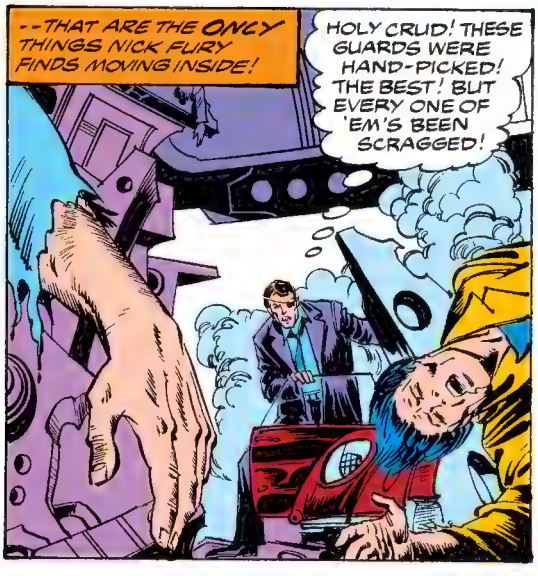

I DON'T KNOW WHICH DIRECTION NICK TOOK, BUT THAT SHOULDN'T POSE ANY REAL PROBLEM.

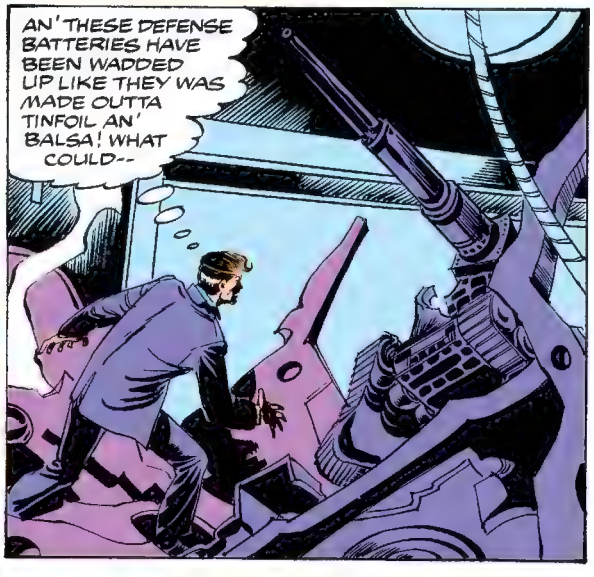
SINCE I DESIGNED THE CONVERSION REACTOR THAT POWERS NICK'S CAR--
--I'M MORE THAN FAMILIAR WITH ITS UNIQUE ENERGY MATRIX.
ALL I HAVE TO DO IS SET MY SENSOR SCAN FOR THAT PARTICULAR TYPE OF RADIATION AND--
-- THERE HE IS! HEADING DUE WEST, JUST LIKE I THOUGHT.
BLAST! THAT CONFIRMS MY SUSPICIONS, I'D BETTER KICK IN MY BOOSTERS, BECAUSE IF I DON'T REACH NICK'S DESTINATION IN TIME--
--THIS WHOLE PLANET MIGHT HAVE TO START SHOPPING FOR MAUSOLEUM SPACE!
WHILE SOME MILES AHEAD...
SOMETHING'S WRONG. BAD WRONG.
THIS INSTALLATION'S SUPPOSED TO BE IMPREGNABLE, BUT PRIORITY ALPHA'S ONLY USED IN EXTREME EMERGENCIES. SO WHY--
-- OH, MY GOD! I-I CAN'T BELIEVE MY EYE!

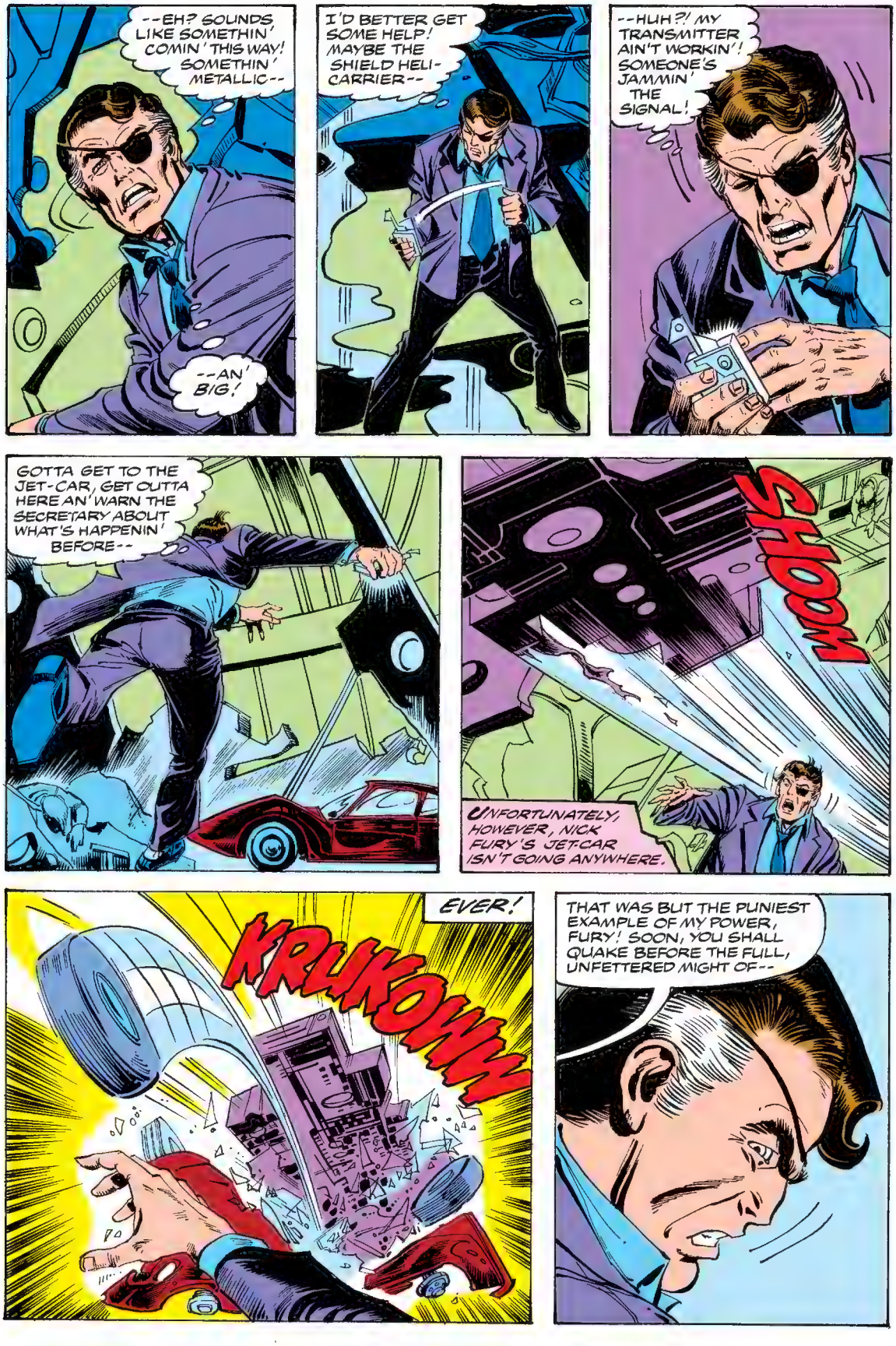

SOMEONE'S BROKEN INTO... PROJECT 13!*
PROJECT 13: THE MOUNTAIN-RIMMED INSTALLATION THAT HOUSES A MYSTERIOUS DOOMSDAY DEVICE, ONE THAT COULD DESTROY THE WORLD! IT IS A TOP SECURITY COMPLEX DESIGNED BY EXPERTS TO BE UNBREACHABLE.
*FIRST SEEN IN THOR #271--R.


AND PERHAPS, ONCE, IT WAS.


BUT NOW, THE SLOWING JET-CAR DESCENDS THROUGH A GAPING HOLE IN PROJECT 13'S CENTRAL DOME, RAISING CLOUDS OF BILLOWING DUST--


--THAT ARE THE ONLY THINGS NICK FURY FINDS MOVING INSIDE!
HOLY CRUD! THESE GUARDS WERE HAND-PICKED! THE BEST! BUT EVERY ONE OF 'EM'S BEEN SCRAGGED!


AN' THESE DEFENSE BATTERIES HAVE BEEN WADDED UP LIKE THEY WAS MADE OUTTA TINFOIL AN' BALSA! WHAT COULD--

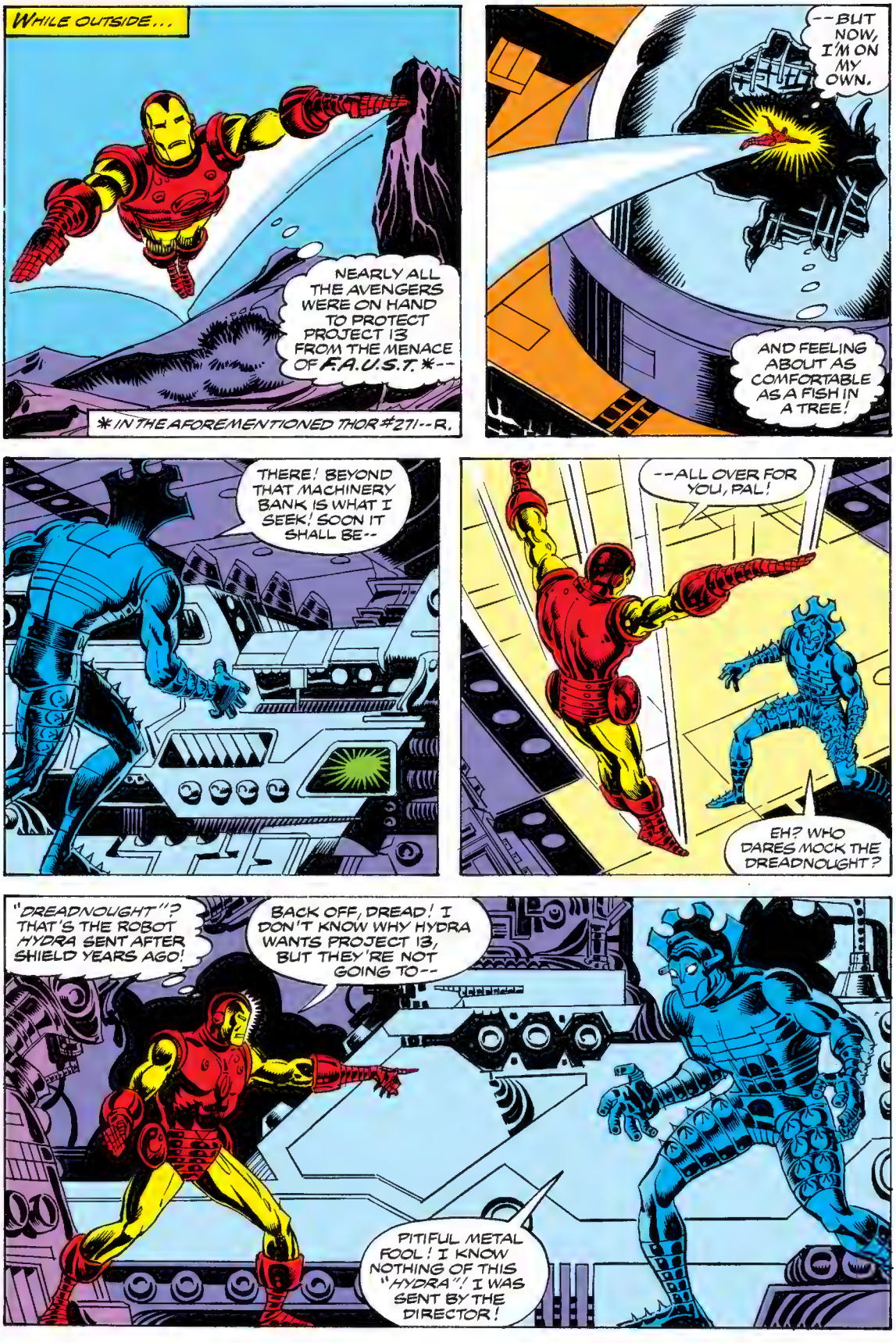

--EH? SOUNDS LIKE SOMETHIN' COMIN' THIS WAY! SOMETHIN' METALLIC--
--AN' BIG!
I'D BETTER GET SOME HELP! MAYBE THE SHIELD HELI-CARRIER--
--HUH?! MY TRANSMITTER AIN'T WORKIN'! SOMEONE'S JAMMIN' THE SIGNAL!
GOTTA GET TO THE JET-CAR, GET OUTTA HERE AN' WARN THE SECRETARY ABOUT WHAT'S HAPPENIN' BEFORE--
WHOOM
UNFORTUNATELY, HOWEVER, NICK FURY'S JET-CAR ISN'T GOING ANYWHERE.
EVER!
KRUKOWW
THAT WAS BUT THE PUNIEST EXAMPLE OF MY POWER, FURY! SOON, YOU SHALL QUAKE BEFORE THE FULL, UNFETTERED MIGHT OF--

--THE DREADNOUGHT!
NO WAY, THORNY-THIGHS! KNOWIN' IT'S YOU TAKES A LOAD OFF MY MIND, 'CAUSE I DEFEATED ANOTHER ROBOT JUST LIKE YOU ONCE*--
* IN STRANGE TALES #154--R.

AN' THAT MEANS I CAN DO IT AGAIN!
THE PISTOL NICK FURY PULLS IS THE BEST--FOR IT WAS MANUFACTURED, IN A MORE COOPERATIVE TIME, BY STARK INTERNATIONAL.

HOWEVER, FOR ALL THE GOOD IT DOES HIM, IT MIGHT AS WELL HAVE BEEN MANUFACTURED BY MATTEL!
THLOK!
THIS MERELY MARKS A BEGINNING, FURY--

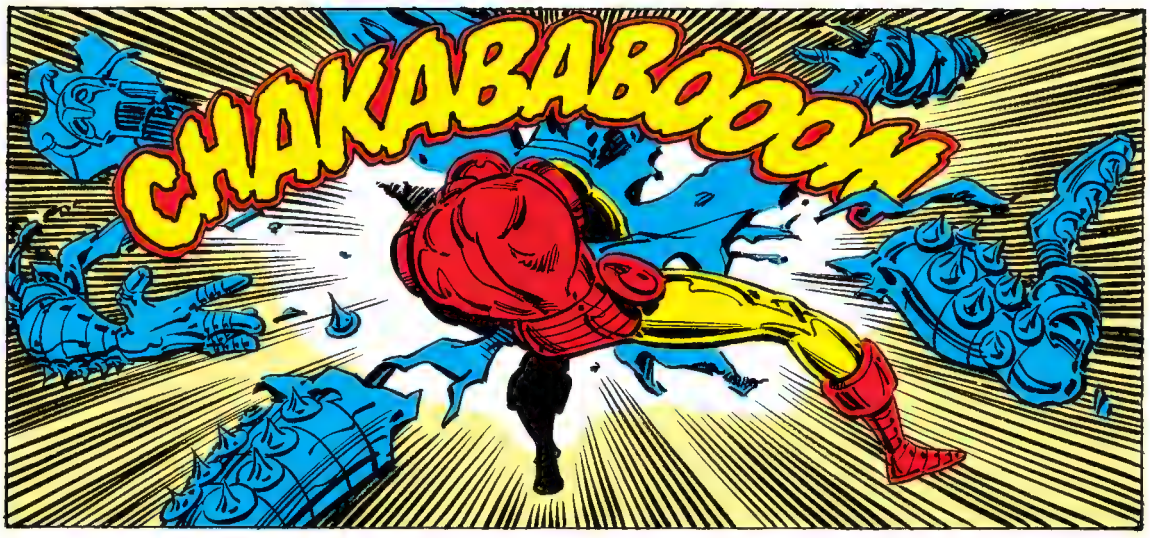
--WHEN I HAVE FULFILLED THE DIRECTOR'S MANDATE, I SHALL RETURN FOR THE CONCLUSION!

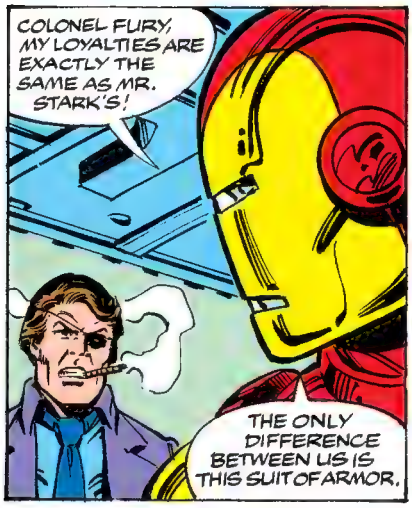

WHILE OUTSIDE...
NEARLY ALL THE AVENGERS WERE ON HAND TO PROTECT PROJECT 13 FROM THE MENACE OF F.A.U.S.T.*--
*IN THE AFOREMENTIONED THOR #271--R.
--BUT NOW, I'M ON MY OWN.
AND FEELING ABOUT AS COMFORTABLE AS A FISH IN A TREE!
THERE! BEYOND THAT MACHINERY BANK IS WHAT I SEEK! SOON IT SHALL BE--
--ALL OVER FOR YOU, PAL!
EH? WHO DARES MOCK THE DREADNOUGHT?
"DREADNOUGHT"? THAT'S THE ROBOT HYDRA SENT AFTER SHIELD YEARS AGO!
BACK OFF, DREAD! I DON'T KNOW WHY HYDRA WANTS PROJECT 13, BUT THEY'RE NOT GOING TO--
PITIFUL METAL FOOL! I KNOW NOTHING OF THIS "HYDRA"! I WAS SENT BY THE DIRECTOR!

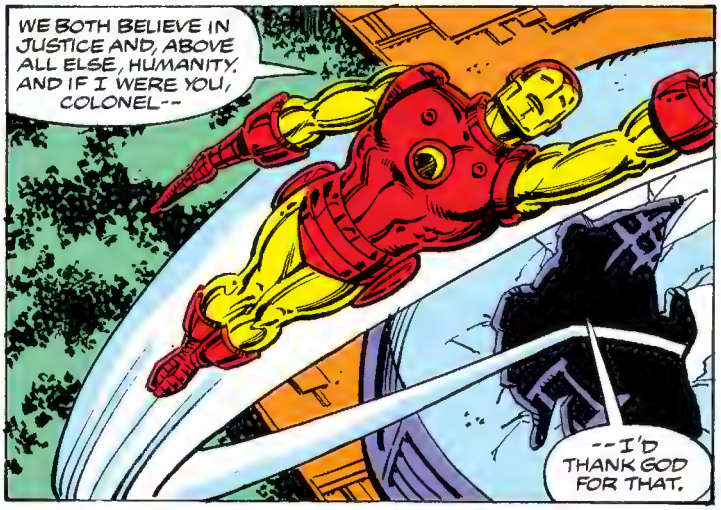
AND I WAS NOT SENT TO FAIL!
SHHRAZZ
WHOA, SON! YOU PLAY ROUGH!
THAT ENERGY BLAST WAS ALMOST STRONG ENOUGH FOR ME TO FEEL!
CHROOM
MAYBE YOU SHOULD SWITCH TO PARTICLE BEAM EMISSION UNITS--
--LIKE MY REPULSOR RAYS!
SHRAK
SHRAK
PRATTLING MEDDLER! YOUR OBSTRUCTION IS INEXCUSABLE!
HE'S GLOWING! SHOOTING OFF LIQUID FIRE!
THE READOUT INSIDE MY HELMET SHOWS THAT I'M BEING BATHED IN 3500° HEAT!
NOTHING MY ARMOR'S REFRACTORY COATING CAN'T HANDLE, OF COURSE.

WHICH IS A FACT THAT MY ANODIZED OPPONENT SHOULD SOON FIND--
SKRRUK
--MOST UPSETTING!
KRUBARRUMBLE
AND NOW, ONE GOOD PUNCH--
KATHRAM
--?AGH!? APPARENTLY DESERVES ANOTHER!
SPRAK
YOU HAVE DELAYED ME LONG ENOUGH! NOW MY FRIGI-BREATH SHALL ENSURE THAT SUCH ANNOYANCE WILL CEASE!
WOOSH

THIS ICE SHELL IS ALMOST AS TOUGH AS WHAT BLIZZARD DISHES OUT, BUT MY REFRACTORY COATING'S COMPENSATING FOR THE EXTREME COLD.
WHILE A CONCENTRATED SURGE OF MICROCIRCUITED STRENGTH SHOULD TAKE CARE OF--
KRAKALINK
--THE REST!
YOU ARE CANNY, METAL MAN, BUT YOUR DOOM IS SEALED. FOR NOTHING CAN WITHSTAND THE ELECTRONIC EMBRACE OF THE DREADNOUGHT!
DREADNOUGHT DOESN'T REALIZE THAT MY ARMOR RUNS ON ELECTRICITY.
I'M ABSORBING EVERY KILOWATT HE'S POURING OUT!
AND ALL I HAVE TO DO TO REVERSE THE ELECTRON FLOW IS TO TWIST THIS STUD, SENDING EVERY BIT OF THAT CURRENT BACK--
--INTO HIM!
AGGH!
IT'S WORKING! HE'S LETTING GO-- BUT I'M NOT!
BY THE DIRECTOR, RELEASE ME! MY CIRCUITS ARE FUSING! I-I'M OVERLOADING! OVERLO--
--OH...







NEXT ISSUE: IRON MAN FACES THE AWESOME ONSLAUGHT OF BABYFACE BOB! THAT'S RIGHT, BOB LAYTON HANDLES BOTH PENCILS AND INKS AS OUR IRONCLAD HERO JOURNEYS TO HONG KONG TO BATTLE...

THE DIGITAL DEVIL!

OUR LETTERS PAGE WILL RETURN NEXT ISSUE!

IRON MAN

REAL NAME: Anthony Edward "Tony" Stark
ALIASES: "Shellhead," "Golden Avenger," "Tetsujin," formerly Crimson Dynamo, Iron Knight, Hogan Potts, "Spare Parts Man," impersonated Cobalt Man (Ralph Roberts)
IDENTITY: Publicly known
OCCUPATION: Adventurer, director of SHIELD, CEO of Stark Industries; former U.S.A. Secretary of Defense, former technician for Askew Electronics, former CEO of Stark International, Circuits Maximus, Stark Enterprises, Stark Solutions
CITIZENSHIP: USA
PLACE OF BIRTH: Long Island, New York
KNOWN RELATIVES: Howard Anthony Stark (father, deceased), Maria Collins Carbonell Stark (mother, deceased), Morgan Stark (cousin), Isaac Stark, Sr., Isaac Stark, Jr. (ancestors, deceased)
GROUP AFFILIATION: SHIELD, Avengers, the Initiative, Hellfire Club (outer circle); formerly Illuminati, Thunderbolts, Force Works
EDUCATION: Advanced degrees in physics and electrical engineering
FIRST APPEARANCE: Tales of Suspense #39 (1963)

HISTORY: Anthony "Tony" Stark is the son of Howard and Maria Stark, whose company Stark Industries was one of the most prominent U.S. corporations. At the age of seven, Tony was sent to boarding school by his father in the hopes of "toughening" him. Tony found people difficult to relate to, and became fascinated with machines, which could be controlled or repaired. After reading Thomas Malory's Le Morte d'Arthur, Tony was entranced by its tales of King Arthur and the Knights of the Round Table. He was also fascinated by the science fiction tales of Isaac Asimov and Robert A. Heinlein, but as he matured he grew to admire scientists and explorers such as Marco Polo, Wilbur & Orville Wright, and Vasco Da Gama. As a teenager, Tony dated Meredith McCall, whose father ran a company that rivaled Stark Industries. Tony and Meredith's fathers forced the two to end their relationship.

Enrolled in M.I.T. at fifteen, Tony was mentored by professors Theodore Slaight and Sal Kennedy. He proved to be a prodigy, and ultimately graduated M.I.T. with a double masters in physics and engineering at the age of nineteen. Tony went to work for his father's company, but despite his incredible talents as an inventor, he had little interest in engineering and even less in business. He spent a great deal of his time romancing women and drinking with his cousin Morgan and best friend Tiberius Stone. Tony became involved with Sunset Bain, a woman five years his senior, and inadvertently gave her access to Stark Industries' security secrets. Bain funded a raid on Stark Industries' facilities and used stolen data to set up her own rival company, Baintronics, but the Starks could not prove her involvement in the theft.

When Tony was twenty-one, his parents died in a car accident and he inherited Stark Industries. His first act was to purchase the manufacturer of his parents' car and correct the brake problem which had seemingly caused their deaths. Unknown to Tony, the true architect of his parents' deaths was rival company Republic Oil (later Roxxon Oil), who hoped that the uninterested Tony could be made to sell Stark Industries. Still lacking in business acumen, Tony promoted secretary Virginia "Pepper" Potts to be his executive assistant, and left the majority of his workload on her so that he could avoid what he saw as a burden.

Tony finally began to show some signs of settling down when he became engaged to Joanna Nivena. He also developed many military contracts for his company, including a proposed battlesuit to protect soldiers and enhance their abilities in the field. Still seeking excuses to get out of his office, Stark personally attended a field test of his military hardware at one of his international plants; however, soon after his arrival Stark's party was attacked by a band of terrorists led by the Sin-Cong revolutionary Wong-Chu (himself a lackey of Chinese would-be world conqueror the Mandarin). During the skirmish, a land mine went off and lodged a piece of shrapnel near Tony's heart. Taken back to Wong-Chu's camp, Stark shared a cell with Professor Ho Yinsen, a Chinese medical technician. Wong-Chu demanded that the two scientists develop advanced weaponry for his forces. Knowing that he could not live long with the shrapnel so close to his heart, Stark proposed that he and Yinsen devote their gifts to creating one of the battlesuits he had been developing, equipped with a magnetic field generator to prevent the shrapnel from reaching his heart. The armor they created became the first true Iron Man armor, and was equipped with crude magnetic weaponry for defense. While the armor's battery was being powered, some of Wong-Chu's men attempted to break in on the proceedings. Yinsen went to create a diversion, and was shot to death by Wong-Chu's men. When the battery had finished charging, Tony Stark went into battle as Iron Man and tore Wong-Chu's camp apart. He eventually returned to the USA with the aid of U.S. marine James Rhodes. As Stark, he offered Rhodes a job with his company should he ever need one.

At first, Stark found his new life a torment: his armor's chestplate had to be worn constantly and required frequent recharging, and he kept the armor a secret from everyone, including his fiancée. Turning suicidal, he removed the chestplate to end his life, but finally replaced it, determined that he would conquer his disability. He began to drink heavily to overcome his depression. He investigated marketing the Iron Man armor, but eventually abandoned these plans, fearing what might happen if his armor wound up in the hands of criminals. He finally shared his double identity with Joanna, and she encouraged him to use his armor to become a super hero and save lives. Tony came around to the idea, but Joanna ultimately called off their engagement because she wanted a family, and knew that Tony could never be the husband she desired.

Art by Patrick Zircher with Adi Granov (inset)

Iron Man began to establish himself as one of the U.S.'s most eminent super heroes, but while halting a breakout of circus lions and tigers, Tony saw how his armor's appearance frightened the people he was defending. Inspired by a suggestion from his date Marion, Tony repainted the armor in stainless gold. Under Pepper's tutorship, Tony gradually developed into a sharp businessman whose inventive genius, clever deals and impassioned marketing expanded Stark Industries' influence and fame. Stark's most trying foe in the world of business proved to be Senator Harrington Byrd, who had to be repeatedly convinced of Stark Industries' abilities to fulfill their contracts, and held lingering doubts over Iron Man's trustworthiness. Iron Man became an important mascot to the company, and Stark established him as his personal "bodyguard."

When the Hulk was framed for crimes by the Asgardian sorcerer Loki as part of a scheme to pit the Hulk against Loki's step-brother Thor, the Hulk's youthful friend Rick Jones sent a distress call to the Fantastic Four, only for Loki to divert the message to Thor. By chance, the message was also intercepted by Iron Man, and by Ant-Man (Henry Pym) and the Wasp (Janet Van Dyne). The four heroes eventually teamed with the Hulk to defeat Loki. Ant-Man suggested that the five remain together as a team, and the Wasp named them "the Avengers." Tony Stark was instrumental in setting up the group, bankrolling them first through his personal fortune and later through the charitable Maria Stark Foundation. He also provided his family's Manhattan manor to serve as a headquarters, renamed Avengers Mansion. His family's long-time butler Edwin Jarvis was the only staff member who remained to serve the Avengers, and he became an indispensable resource to the new team. Stark also negotiated with the NSA to establish national security clearance for the Avengers via special agent James Murch.

While testing his "Stark Special" racecar, Tony wound up in a wreck, but was saved from the crash by ex-boxer Harold "Happy" Hogan. To repay him, Stark hired Hogan as his personal chauffeur, and Happy became like a bodyguard to Stark, resenting Iron Man. Hogan also romantically pursued Pepper Potts, though she alternately seemed more interested in Stark or Iron Man. Tony was strongly attracted to Pepper, but he felt he could not pursue a normal relationship due to his armored condition, and he often tried to discourage Pepper's romantic attentions. Meanwhile, former Stark Industries scientist Gregor Shapanka (fired for theft) returned to menace Stark as the ice-generating Jack Frost, and would battle Iron Man repeatedly in later years as the Blizzard. Stark also fought armored Russian super-agent the Crimson Dynamo (Anton Vanko) and convinced him to defect. Vanko joined Stark Industries and later died defending the company from a new Crimson Dynamo (Boris Turgenov) and Russian spy the Black Widow (Natasha Romanoff).

In one of the Avengers' earliest adventures, the Space Phantom impersonated the Hulk, who then realized how little his teammates trusted him. The Hulk quit the Avengers, and Stark scrambled to prove to the government that the team was still viable. While battling the villain Mr. Doll, Iron Man found himself powerless against his foe's ability to cause pain using mystic talismans. Stark completely redesigned his armor into a new, more lightweight red and gold configuration, and defeated Mr. Doll in a rematch. Iron Man then rejoined the Avengers to search for the Hulk, and wound up in battle against him and Namor the Sub-Mariner. While pursuing Namor they came across the comatose body of Captain America, the famous World War II super hero. Revived, Captain America was welcomed into the present by the Avengers and invited to join their ranks. Captain America was instrumental in proving the team's viability, and he became as important to them as Stark himself.

MODEL 1 — NO FINISH, MODEL 1 —GOLD FINISH, MODEL 3 & MODEL 4

Iron Man went on to confront the Mandarin face-to-face for the first time. At one point in his adventures, the Iron Man armor's battery ran low, and Stark suffered a heart attack. He was able to recharge, but remained inside the Iron Man armor for weeks until he was finally able to modify the chestplate's battery. At the same time he was funding the Avengers, Stark helped establish the international super-spy agency SHIELD to combat terrorist threats. Stark joined with Reed Richards (Mr. Fantastic of the Fantastic Four) and the mutant inventor Forge in building the first Helicarrier, an enormous airborne vessel which became SHIELD's mobile base of operations. Stark also provided SHIELD with their weapons, protective uniforms, vehicles and all manner of special paraphernalia. Stark's LMDs (Life Model Decoys), androids which could impersonate humans, were of particular use to SHIELD, and Stark himself occasionally used an LMD so that he and Iron Man could seemingly appear in the same place at once. Stark recommended Colonel Nick Fury to serve as SHIELD's director, and Fury was ultimately given the position.

Iron Man, Giant-Man (Henry Pym), the Wasp and Thor all eventually left the Avengers, but the team continued under the leadership of Captain America, with new recruits Quicksilver, the Scarlet Witch and Hawkeye (Clint Barton); an outlaw archer, Hawkeye had fought Iron Man under the influence of his lover, the Black Widow, but Iron Man recognized Hawkeye's sincere desire to reform and supported his Avengers membership. Continuing to supply the Avengers' financial and technological needs, Tony remained available as Iron Man when necessary, rejoining and exiting their ranks several times over the ensuing years, sometimes serving as chairman. When the armored Russian Titanium Man (Boris Bullski) challenged Iron Man to combat in Alberia, Stark met and defeated his foe, but Happy was injured aiding Iron Man. At the same time, Pepper realized that she loved Happy more than Tony, and Tony encouraged them to become a couple. Happy subsequently determined that Tony was Iron Man. When Tony collapsed from strain after another clash with the Titanium Man, the public began to speculate that he was Iron Man. To help keep Tony's secrets, Happy donned the armor, only to be mistakenly captured by the Mandarin. Forcing himself to recover from his latest heart attack, Tony rescued Happy. Soon after this, Pepper and Happy were married.

SHIELD dispatched their agent Jasper Sitwell to help monitor Stark Industries security and defend their interests in the company. Stark found this to be an unwanted nuisance, as Sitwell's presence complicated his double identity. Jasper and Tony both found themselves drawn to the beautiful Whitney Frost, but she proved to be the daughter of the Avengers' foe Count Nefaria and a high-ranking member of the Maggia crime syndicate. Seeking to steal Stark's inventions, she pitted agents such as Whiplash (Mark Scarlotti) and Gladiator (Melvin Potter) against him. When Tony's armor began to fail him and required an immediate redesign to save his life, Happy helped Tony construct new armor. Tony Stark also became involved with Janice Cord, whose father died in a hate-filled attempt at killing Iron Man.

After using one of his LMDs to deceive the Mandarin and protect his identity, Stark was horrified when the LMD developed an independent personality and usurped his identity. The LMD obtained a suit of Iron Man armor and began running Stark Industries while the real Stark was away, believing that it was superior to Tony. Unable to prove his identity, Tony fell into the clutches of Madame Masque (a newly-garbed Whitney Frost), an agent of the gold-loving Mordecai Midas, who attempted to force Stark to turn over his fortune. Tony used his original Iron Man armor to destroy the LMD imposter, but suffered another heart attack in the process. The Avengers rushed him to a hospital where Dr. Jose Santini transplanted

a synthetic heart into his chest, so that Stark no longer required his chestplate to live. Afraid to continue on as Iron Man for fear of his precarious health, Stark destroyed Midas' operations, then sought to retire.

Stark brought in boxer Edward "Eddie" March, a one-time sparring partner of Happy's, to serve as the new Iron Man. An Iron Man fan, March relished the assignment, but did not inform Stark that he was suffering from a blood clot in his brain which could result in his death during a fight. When March went into action for the first time, he found himself facing the latest Crimson Dynamo (Alex Nevsky). March nearly died in the fight, and Stark was forced to reclaim the Iron Man identity. As Iron Man fought the Crimson Dynamo, they were both attacked by the Titanium Man, and Janice was killed in the crossfire. Both romantically linked to Janice, Nevsky and Stark blamed each other.

As public sentiment against his arms manufacturing grew, Tony began to steer the company away from munitions. Befriending engineer Kevin O'Brien, Stark eventually revealed his double identity to him. He designed a second suit of armor for O'Brien, enabling him to become the Guardsman and assist him in case of an emergency; however, when O'Brien donned the armor, a malfunction in its cybernetic controls caused a personality disorder where O'Brien began to hate Iron Man, and sought to steal Stark's then-lover Marianne Rogers. O'Brien allied himself with Simon Gilbert, a Stark Industries stockholder who opposed Tony's move away from munitions. When Iron Man and the Guardsman fought, Iron Man accidentally killed Kevin. Simon Gilbert continued to plague Stark, along with his son Gary, the villainous activist Firebrand; however, Gary's sister Roxanne was in love with Stark and tried to end her family's hostilities towards him. Following the Avengers' involvement in the interstellar Kree-Skrull War, Iron Man joined Mr. Fantastic, Black Bolt of the Inhumans, Professor Xavier of the X-Men, sorcerer Dr. Strange, and Namor in founding the Illuminati, a secret organization designed to share knowledge and pool resources against major threats.

As his company continued to expand worldwide, Tony renamed the corporation Stark International to reflect this. After witnessing firsthand the impact his company's weapons had on innocent lives, Tony resolved to abandon munitions altogether, and Stark International turned most of its efforts to electronics and computer engineering from then on. Michael O'Brien eventually turned up to blame Iron Man for his brother Kevin's death and sought to prosecute him, but he ultimately recognized Iron Man's heroism and forgave him. Adopting a new suit of Guardsman armor, O'Brien aided Iron Man against the Mandarin and later teamed with novice super hero Jack of Hearts and others to assist Iron Man against Midas. Iron Man mentored Jack of Hearts for some time thereafter, but Jack soon went solo again.

Stark and Madame Masque became romantically involved, but she ultimately turned against Tony in a desperate attempt to save her father's life. Nefaria seemingly died during Iron Man and Madame Masque's subsequent conflict, and the two lovers were driven apart. Meanwhile, SHIELD had become frustrated by Stark International's move out of munitions, which had forced them to turn to inferior manufacturers for their weaponry. Nick Fury authorized three of his agents to attempt a hostile takeover of Stark's company, but the agents went rogue and tried to assassinate Stark instead. Although Stark survived, he was frustrated by Fury's betrayal of their trust.

By this time, Stark International's notable key staff included James Rhodes, who had finally accepted a position as Stark's pilot; Tony's supremely capable secretary Bambina "Bambi" Arbogast; public relations man Artemus "Artie" Pithins; security chief Victor "Vic" Martinelli, stationed with Stark by the witness relocation program; vice-president Yvette Avril; neurosurgeon Erica Sondheim; and electronics technician Scott Lang (secretly the new Ant-Man). Tony also began dating bodyguard Bethany Cabe.

Rival industrialist Justin Hammer designed a device which could enable limited control over the Iron Man armor, and he began testing his control, creating seemingly random malfunctions. Hammer finally took full advantage of his power when Iron Man attended a function with Sergei Kotznin, ambassador to Carnelia, whose country was about to sign a deal with Stark International. Hammer caused the armor to fire a repulsor ray through Kotznin's chest, killing him. With Iron Man wanted and the armor co-opted, Tony had Captain America train him in unarmed combat so that he could attempt to clear his name without using the armor. Discovering that Hammer ran a private artificial island full of super-villains in his employ, Stark defeated them as Iron Man, then captured one of Hammer's top scientists to testify on his behalf; however, Hammer himself remained untouchable by the law.

The combined stress of Hammer's machinations and SHIELD's constant pressure drove Tony further into drinking. Bethany Cabe kept Tony from succumbing completely, and he began to realize and deal with his alcoholism. Bouncing back, Tony faced challenges from Edwin Cord's Cordco company, and, by exposing Cord's criminal activities, brought him to ruin. Tony then purchased Cordco for Stark International. Stark began to develop specialized suits of armor, including his first outer space armor and low visibility (stealth) armor. He first used the stealth armor while rescuing Bethany's long-lost husband Alex von Tilburg, but this drove Tony and Bethany apart as she returned to von Tilburg. When Yellowjacket (Henry Pym's then-current identity) became unstable and abused his wife, the Wasp, Tony had the unpleasant task of joining the other Avengers in court-martialing him, forcing Pym's departure from the team. Tony soon became romantically involved with the Wasp, but Captain America — having recently learned Stark was Iron Man — convinced him this relationship was unethical. Tony revealed his dual identity to the Wasp, and she ended their romance.

In opposing Obadiah Stane's attempts at forming a major multinational conglomerate, Tony unwittingly made a driven enemy. Stane set up games of psychological warfare against Tony which included physical attacks by his Chessmen super-operatives, outbidding Stark International for key contracts, and having his lackey Indries Moomji romance Stark, all in an attempt to force Stark to resort to drinking. As Stane's pressure increased, Tony responded as anticipated, and after Indries rejected Tony, he virtually gave up trying to oppose Stane. When the villain Magma attacked Stark International, Tony proved too drunk to wage a competent battle, and instead revealed his double identity to Rhodes. With Tony passed out, Rhodes donned the armor and defeated Magma, and Tony told him to keep the armor. He then turned his back on Stark International and proceeded to drink himself out of his company, property and fortune until all of his assets were frozen. Obadiah Stane stepped in and claimed Stark International, renaming it Stane International, but Rhodes prevented Stane from obtaining the Iron Man armors.

While Rhodes continued to serve as Iron Man without him, Tony wound up in the gutter, drinking to forget his problems. He befriended a pregnant woman named Gretl Anders, a regular drinking partner. One snowy night, Gretl was ready to give birth, but they had no money for a warm room; Tony delivered her son and kept him alive, but Gretl died. After these experiences, Tony finally overcame his alcoholism. He sought to repair his friendship with Rhodes and befriended Rhodes' twin allies Morley and Clytemnestra Erwin, who had been responsible for the armor's upkeep for months; however, Rhodes had become distrustful of Tony and refused maintenance on the armor. Tony realized that the helmet's cybernetic link had not been properly tuned to Rhodes' brainwaves, and he fashioned a new model of his original armor in order to confront Rhodes and prove he was not his enemy. Convinced, Rhodes finally allowed Stark to take care of the armor.

Tony became involved with Clytemnestra as the four began to set up their own California-based company Circuits Maximus, but Stane was not yet done with Stark. He planted a bomb in their laboratory, killing Morley and badly injuring Rhodes. Realizing that Stane had to be stopped, Tony constructed his most advanced armor yet at the new western Avengers Compound and confronted Stane, who had designed his own armored identity as the Iron Monger. When Tony defeated the Iron Monger, Stane committed suicide.

Rejoining the Avengers as part of their new western roster (led by Hawkeye), Tony set about reacquiring his fortune and ultimately developed his new company into Stark Enterprises, concentrating on space exploration; however, Morley's death turned Clytemnestra against him. She betrayed Tony to AIM and died trying to battle Iron Man. Rhodes remained faithful to Stark and occasionally wore the Iron Man armor, but after an incident where he was nearly burned to death, he tried to give the armor up for good.

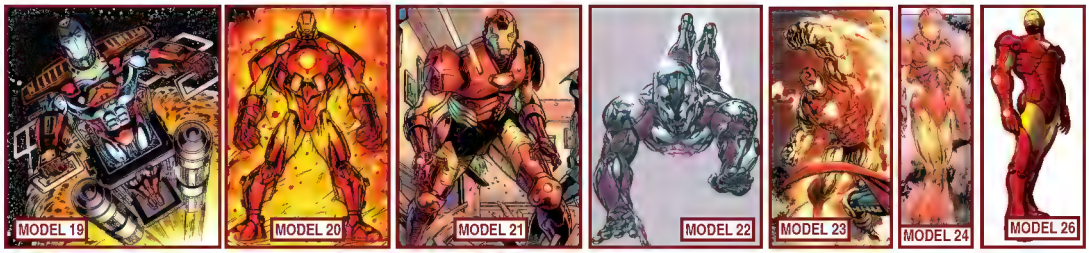
While Tony was acquiring the company Accutech, it was sabotaged by the Ghost, an anti-industry mercenary. Tony's long-time foe the Spymaster also targeted Accutech, and infiltrated Stark Enterprises' resources before the Ghost killed him. Tony again intervened in Justin Hammer's schemes when he provided sanctuary for Force (Clayton Wilson), an agent of Hammer's who wanted to reform. Stark arranged to fake Force's death and gave him a new identity as Carl Walker, a research scientist. During Force's defection, Iron Man also encountered another Hammer super-agent, the new Blizzard (Donnie Gill), and Stark sought to offer young Gill reformatory guidance as well. Impounding Force's armor, Stark immediately analyzed it. To his shock, he found familiar circuitry patterns based on his own Iron Man armor designs. Employing computer engineer Abraham Zimmer (formerly of Accutech) and Scott Lang, Tony raided Hammer's computer records and discovered that Spymaster had stolen his designs and sold them to Hammer. Hammer had then used Stark's designs to armor several of his super-villain clients, including the Beetle (Abner Jenkins), the Controller, the Mauler (Brendan Doyle), the Raiders and Stilt-Man (Wilbur Day). Enraged at the thought that innocent people might have been killed with his technology, Tony resolved to eliminate all traces of his technology that had fallen into outside hands.

Having already wiped Hammer's computer records with a virus courtesy of Zimmer, Tony assigned his legal team to bring the criminals in while Iron Man confronted the criminals directly, using a negator pack to fry their armors' circuitry; however, there was little Stark's lawyers could do to help him. Learning that Zimmer and Lang had been unable to retrieve one name from Hammer's database, Tony suspected that it might be Stingray, a federal employee. When Stingray refused to have his armor confiscated, Iron Man beat him in combat, only to find that Stingray's armor did not feature any of his designs. Iron Man was now wanted for assaulting Stingray, and Tony publicly denounced and "fired" his other identity, believing that the best solution would be to take the fight outside the law.

When SHIELD became involved, Stark pretended to cooperate with them in Iron Man's capture, but actually used the opportunity to confiscate the Mandroid battle armor he had built for their agents. Deciding he could not trust anyone with his technology, Tony next targeted the Guardsman armor he had provided to the Vault, the nation's foremost superhuman prison. At the same time, the government had stripped Steve Rogers of his Captain America identity and he adopted a new alias as "the Captain." At Rogers' request, Tony supplied him with a new shield, hoping it would serve as a bribe to prevent Steve's interference in his armor crusade; however, the Captain tried to halt Tony's raid on the Vault, and defended the last remaining Guardsman. Iron Man finally brought the Captain down from behind and fried the last Guardsman suit. The Captain returned Stark's shield, and from then on his friendship with Tony was severely strained.

Next attacking the Crimson Dynamo (Dmitri Bukharin) and the Titanium Man (the Gremlin) in Russia, Tony fried the Dynamo's armor and accidentally killed the Titanium Man. Denounced as an international outlaw, Iron Man was expelled from the Avengers. Increasingly concerned by Iron Man's rogue actions, the U.S. military turned to Edwin Cord, who provided them with the one Hammer-derived armor that Stark had been unable to locate earlier: Firepower. Cord's agent Firepower lured Iron Man into combat and launched a devastating attack on him. Seeing no way out, Tony faked Iron Man's death by remotely launching his armor, which Firepower destroyed. Stark was content to leave his days as Iron Man behind, but Cord continued his vendetta against Stark by sending Firepower to destroy his businesses. Finally, Tony built a new suit of Iron Man armor and defeated Firepower. Tony decided to remain active as Iron Man, but publicly claimed his company had hired a "new" Iron Man. This "new" Iron Man soon rejoined the Avengers, most of whom saw through Stark's deception immediately, and Iron Man later admitted to the Avengers that he was still Tony Stark.

As Tony's business continued to thrive, he became involved with women such as Brie Daniels, Rae La Coste, and Kathleen Dare. Preoccupied by his hectic lifestyle, Tony did not realize Kathleen was stalking him until it was too late; she shot him, damaging his spine and leaving him unable to walk. Initially using a wheelchair, Tony was irritated at how people seemed to look down on him. He modified the Iron Man armor so that he could be fully mobile while armored, and began to spend more time within the armor. When Tony learned of a biochip which might restore full movement, he risked his life to have it installed, and he gradually regained mobility.



The biochip gained the attention of corporate foe Kearson DeWitt, who held grievances against Stark of which Tony was unaware. Bankrolled by Desmond Marrs of the Marrs Corporation, DeWitt hijacked the biochip and took control of Stark's nervous system, placing his entire body under tremendous strain. Stark resisted the outside control using an encephalo-link in his armor, but by the time he had defeated DeWitt, his body was so damaged he could barely move. Tony donned a skintight neuronet suit to help him function, but his armor became the only certain way to keep himself alive. He sought the aid of China's Dr. Su Yin, but the Chinese government would only allow her to assist Stark if he dispatched Iron Man against the Mandarin, who had formed an alliance with the Makluan dragon Fin Fang Foom and his people. Rhodes donned the armor to confront the Mandarin, hoping to spare Tony from the fight, but Rhodes was defeated. Tony resorted to employing a telepresence unit which would allow him to control his armor from a distance, but finally had to don the armor himself to defeat the Mandarin and the dragons.

While on a mission with the Avengers to halt the Kree-Shi'ar War which had threatened Earth's solar system, Iron Man was appalled to discover that the Kree's Supreme Intelligence had masterminded a massacre of his own people. Disobeying Captain America, Iron Man led a team of rogue Avengers in seemingly executing the Supreme Intelligence. Afterward, he expressed his regret to Captain America, and the two began trying to repair their fractured relationship. As Tony's health continued to deteriorate, he designed his variable threat assessment armor (also called the "War Machine") and won back Stane International's assets from its last owner, Justin Hammer. Succumbing to total nervous system failure, Tony seemingly died on an operating table. In his will, he made Rhodes the new CEO of Stark Enterprises, and left the War Machine armor for him to carry on as Iron Man. Rhodes respected his wishes.

Tony, however, had employed Erica Sondheim and Abe Zimmer to place him in cryogenic storage while they remapped his body's entire nervous system, essentially rebuilding his body. After a cyberspace interface was installed, Tony himself helped complete their work while in stasis. Once he was revived, Tony found that he would have to relearn how to perform even the simplest body functions, but that his senses were sharper than ever. He revealed his survival to Rhodes, who was infuriated at being deceived and immediately quit Stark Enterprises. The Avengers were estranged by Stark's deception as well, and Rhodes again took Tony's place in the team. Tony allowed Jim to keep the War Machine armor, and Rhodes continued to adventure under the alias of War Machine. Tony launched a new set of armor, the Neuromimetic Telepresence Unit 150 (NTU-150), which he could control from his bed. Employing Veronica Benning to assist in his physical therapy, Tony became romantically involved with her as well. He also began designing artificial intelligences to aid him in his work, including HOMER (Heuristically Operative Matrix Emulation Rostrum) and PLATO (Piezo-electrical Logistic Analytic Tactical Operator).

When the NTU-150 was destroyed in battle with Ultimo, the feedback nearly killed Tony. War Machine recruited Bethany Cabe, Michael O'Brien, Eddie March, Happy Hogan and Clayton Wilson to don spare suits of Iron Man armor and battle Ultimo as the "Iron Legion," but ultimately it was Stark, outfitted in his new modular armor, who defeated Ultimo. When the Avengers debated shutting down their struggling west coast branch, Iron Man returned just long enough to cast the deciding vote in favor of disbanding the western team, then resigned. He quickly recruited several former western Avengers into a team of his own making, Force Works, and gave them full access to his cutting edge technology. Although he set up the Scarlet Witch as team leader, Tony often assumed leadership, causing internal tensions. When Captain America's health began to fail him due to deterioration of his super-soldier serum, Tony outfitted him with a suit of armor to help prolong his life and enable him to continue fighting crime, having been through a similar ordeal himself.

By this time, Tony had secretly, gradually fallen under the control of Immortus, ruler of Limbo, then posing as his alternate self Kang (most notably, this influence had apparently contributed to Stark's participation in the Supreme Intelligence's execution). Scheming to keep the Avengers occupied on behalf of his cosmic masters the Time-Keepers, Immortus supplied Iron Man with mysterious allies, actually disguised Space Phantoms. As Tony lost control, he murdered one-time Avenger Yellowjacket (Rita DeMara), Avengers Mansion nanny Marilla and Force Works publicist Amanda Chaney. When the Avengers realized that Tony was now their enemy, they journeyed to an alternate timeline to recruit a younger Tony Stark who was certain to be free of Immortus' influence, since Immortus had apparently been subverting Stark's mind for years. This younger Stark helped them anticipate the elder Tony's actions, and they stormed an arctic bunker where Tony had been working on Immortus' super-weapon, a temporal transposer that would shunt the Earth outside of time. Tony nearly killed his younger self in battle, but he ultimately regretted his actions, designed a chestplate to save the younger Tony's life, and gave his own life to destroy the transposer.

The young Tony Stark started life anew while Stark Enterprises fell into the hands of Fujikawa Industries, merging into Stark-Fujikawa. Rhodes once again prevented Tony's armor secrets from being acquired. The young Tony Stark, wearing his own Iron Man armor, seemingly perished alongside the Fantastic Four and Avengers in battle with psionic monster Onslaught; however, they were all recreated on a new Counter-Earth fashioned by the mutant powers of Franklin Richards, a world where Tony Stark was reborn as an adult rather than a teenager. On this world, Stark's heart was damaged in an attack by the Hulk, and he required the Iron Man armor to prolong his life. He and the other people brought to Counter-Earth eventually learned it was not their world and were sent back home. Upon returning, the still-adult Tony found he had the collective memories and experiences of the original Tony Stark, merged with those of the teenage alternate Tony and the person he had been on Counter-Earth.

Once again in the peak of health, Tony designed a new suit of Iron Man armor and helped reestablish the Avengers. Rather than attempt to regain his old company, Tony set up Stark Solutions, a consulting firm. He soon met Rumiko Fujikawa, granddaughter of Fujikawa's founder, and they became involved. Tony's life was again imperiled when he learned that constant exposure to his armor's technology was threatening his health, but he redesigned the armor to correct this problem. When Iron Man defeated the villain Mentallo, Tony took advantage of the situation and used Mentallo's global mind control device to erase all knowledge of his often-compromised secret identity from every person on Earth. He then revealed it to those people he deemed trustworthy, causing them to remember the memories he had buried. Some were uneasy regarding

this unilateral mental tampering, and Captain America in particular disapproved. Tony also aided fellow Avenger Warbird (Carol Danvers), who had developed an alcohol problem. He brought her into Alcoholics Anonymous and helped rehabilitate her.

During a conflict with Sunset Bain, Tony discovered that the consciousness of the robot Jocasta, a one-time Avenger, was Bain's captive. Tony liberated Jocasta, who became his personal computer assistant; however, Jocasta unwittingly suffered from the Ultron Imperative, a deeply embedded program within all the creations of the robot menace Ultron, forcing them to seek the means to revive Ultron when he is defeated. Jocasta was forced to prepare the Iron Man armor to become Ultron's new home, but the process sped up when Iron Man was hit by a lightning bolt, causing Tony to suffer a heart attack at the same time. Thinking that the armor had been granted its own consciousness, Tony attempted to teach the armor, and the benign Ultron-12 aspect of its personality was receptive, but the cruelty of most past Ultron models corrupted the armor, and it murdered Whiplash during a fight; however, the armor ultimately sacrificed its "life" to save Tony, whose heart was failing. After implanting a robotic "heart" in Tony's chest that saved him, the armor deactivated.

Concerned that he might develop another suit of uncontrollable armor, Tony began wearing older models of armor rather than constructing a new design. He soon encountered the Sons of Yinsen, monks mentored by Ho Yinsen, who had preserved their leader's brain after his death. The Sons wore armor similar to that which Tony and Yinsen had constructed years earlier. Learning Wong-Chu was still alive, Stark helped the Sons of Yinsen battle him, and one of the monks finally slew Wong-Chu. Later, Tiberius Stone reentered Tony's life when he began to market powerful virtual reality technology called "Dreamvision." Stone became involved with Rumiko, halting her relationship with Tony, and Stark discovered that Stone had grandiose plans to conquer the Earth with Dreamvision; he began these plans by focusing his resources on publicly smearing Tony. Stark finally defeated Stone within Dreamvision, but Stone planted a subliminal message in Tony's brain that caused him to give up his fortune and close Stark Solutions. Adopting the identity of Hogan Potts, Tony became a mere computer technician for Askew Electronics, gradually constructing a new armor from Askew's SKIN (Synthetic Kinetic Interfacing Nanofluid), a digital fluid that can form a sheath around objects making them almost as resilient as Adamantium. Iron Man fought the Ghost and AIM when they attempted to bomb Askew, and he finally resumed his Tony Stark identity, reclaimed his fortune and returned to business as Stark Enterprises.

The Sons of Yinsen found the remains of the armor which Ultron had inhabited, and attempted to transform it into a new home for Yinsen's brain; however, the Ultron program revived and assumed mastery of the Sons of Yinsen. The only monk who resisted, Sun Tao, joined forces with Tony to defeat Ultron, but the other Sons of Yinsen seemingly perished. At this time, Jocasta's program exited Tony's systems and took up residence in the body of Antigone, the deactivated android offspring of Ultron's rogue bride Alkhema. Tony finally revealed his double identity to the public at large when he donned his armor in public to save a dog from being struck by a car. Rumiko, finally separated from Stone, reconciled with Tony and arranged for him to regain control of his original company under its original name – Stark Industries. From then on, Tony and Rumiko were a close couple. Tony also came into repeated conflict with Temugin, son of the seemingly deceased Mandarin, who fought Tony primarily out of obligation to his father's memory.

The U.S. President's chief of staff, Stu Conrad, offered Tony a position within the defense department as a contractor. Although Tony was uninterested, he investigated the department's recent problems and discovered that head of acquisitions Sonny Burch had been using Iron Man technology in defense equipment, exploiting a loophole in Stark's patents. Stark was unable to prevent Burch's use of his designs, and Burch's poor understanding of Stark's technology was resulting in mishaps in the field from malfunctions. Resolving to solve the problem, Tony offered himself as the new Secretary of Defense, promising to design Iron Man armor for U.S. soldiers and train them to operate it. Tony was ultimately voted in, and Burch committed suicide in disgrace.

Discovering that Burch had also blackmailed Force into assisting the defense department, Tony tried to make amends to him, granting him a position in preparing soldiers to operate Iron Man armor; however, Tony's tenure as Secretary of Defense ended in scandal when the mad Scarlet Witch caused Tony to engage in drunken and belligerent behavior at the United Nations. Disgraced, Stark was quickly drummed out of his government position. The Scarlet Witch's growing insanity led to the dissolution of the Avengers when her out-of-control powers wrecked Avengers Mansion and killed several teammates, including Hawkeye and Ant-Man (Lang). Tony was further smeared when one-time corporate rival Clarence Ward stole Iron Man armor, using it to kill the Stark Industries board and Rumiko. Iron Man defeated Ward, and recalled all of the Iron Man armors he had granted to the military. He then publicly "resigned" as Iron Man but secretly intended to continue operating as Iron Man, claiming that it was once again a different man in the armor.

Iron Man encountered Mallen, a terrorist enhanced by the Extremis virus, a techno-organic agent designed by Tony's one-time classmate Maya Hansen and intentionally leaked so that the world could see its destructive potential. After Mallen defeated Iron Man, Tony had Maya inject him with the Extremis so that he could meet Mallen as an equal. The process resulted in Stark's body rebuilding itself with superior organs, and Tony found that he could now store his Iron Man armor's undersheath within his bones and release it when armoring up; he was now able to link to virtually any computer on Earth and process dozens of simultaneous tasks with his brain. The newly-enhanced Tony killed Mallen in a rematch.

With Captain America, Tony helped restart the Avengers, this time including heroes such as Spider-Man (Peter Parker) and Wolverine among their ranks, and he provided his midtown Manhattan skyscraper Stark Tower as their new base of operations. Jarvis was rehired to serve the Avengers at the tower. Tony became a mentor to Spider-Man, and encouraged him to move his aunt May and wife Mary Jane into Stark Tower when their home was lost in an attack. Tony also provided Peter

with a suit of personal armor that enhanced his abilities. Learning of Congress' interest in a Superhuman Registration Act (SHRA), Tony brought Peter with him in an attempt to halt the proceedings, secretly employing his old foe the Titanium Man to start a battle in order to demonstrate the value of super heroes.

Tony learned that while he was a prisoner of Wong-Chu, Professor Yinsen had implanted a device in his brain which could place him under the control of a sending unit now held by Yinsen's son. Believing that Tony had betrayed his father's ideals, Yinsen's son took control of Iron Man and forced him to execute surviving members of Wong-Chu's network. When a SHIELD sniper killed the son, it activated a failsafe program that sent four of Tony's latest armors on a worldwide rampage. Aided by the Avengers and Fantastic Four, Tony halted his armors, but the incident left him wondering if superhumans did require supervision from higher authorities.

After a fight between the New Warriors and Nitro in Stamford, Connecticut resulted in the deaths of many schoolchildren, pressure mounted to make the SHRA law. This time, Tony supported the measures, believing that if the super hero community did not take charge of the situation, they would become powerless before an all-powerful government. Most of Stark's fellow Illuminati disagreed with his views, and they disbanded on bad terms. Collaborating with Yellowjacket (Pym) and Mr. Fantastic to develop pro-SHRA initiatives and leading the pro-SHRA movement, Tony once again made his double identity public knowledge as part of his support for the act; however, Captain America disagreed with Tony and led an underground resistance against the new law. Gradually disillusioned by the questionable morality of the pro-registration forces in general and Stark in particular, Tony's protégé Spider-Man soon joined the resistance, too. In order to combat Captain America's forces, Tony made an alliance with Baron Zemo of the Thunderbolts, and began conscripting super-villains into government service. Tony also secretly manufactured a war between the U.S. and Atlantis, believing that it would convince more super heroes to come forward and register themselves. Ultimately, Captain America surrendered when he realized the general public did not support his position; he was soon assassinated by agents of the Red Skull while in custody, much to Iron Man's dismay. Tony Stark has become the director of SHIELD (Nick Fury having gone rogue earlier), and he appointed Ms. Marvel (Carol Danvers) the new leader of the Avengers; however, Spider-Man and other dissidents continue to oppose the SHRA through their own outlaw faction of the Avengers.

HEIGHT: (Stark) 6'1"; (in armor) 6'6"
WEIGHT: (Stark) 225 lbs.; (in armor) 425 lbs.
EYES: Blue
HAIR: Black

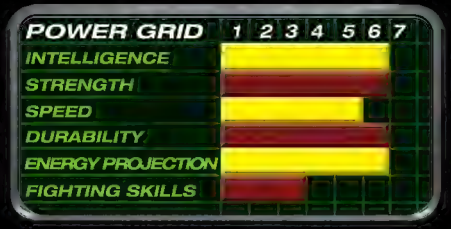
ABILITIES/ACCESSORIES: Tony Stark's entire body has been enhanced by the techno-organic Extremis virus, granting him enhanced senses and reflexes. He can link his brain into virtually any computer on Earth, and perform dozens of tasks simultaneously. His Iron Man armor's undersheath is stored within his bones, and he can summon it forth when he is donning his armor. The armor itself is magnetically drawn to the undersheath, assembling itself around Stark's body within seconds.

Tony's current armor possesses many of his past armors' standard attributes, and can be carried within a briefcase while disassembled. The armor's memory-metal technology renders it lightweight and flexible while not in use, but extremely durable while polarized. The armor is also defended by an energy-draining shield which expands from the gauntlets, and by a personal force field. The armor grants its wearer superhuman strength enabling him to lift up to 100 tons. The armor's jet boots can propel him at speeds up to mach 8. The armor is specially coated for radar resistance and avoidance of targeting locks, and can be rendered invisible (cloaked) for brief stealth modes. Its internal air supply lasts over one hour, and the armor can be sealed for travel through low oxygen, underwater or outer space environments. The armor's computer includes an autopilot and targeting sensors, features which Stark has little use for since receiving the Extremis. The computer's cybernetic link enables Stark to operate all of the armor's functions, as well as providing a remote link to other computers. Tony has refined the cybernetic link to defend his mind against outside control, as the armor has often left his mind vulnerable to psychic attacks. The armor also features radar and environment sensors. The armor contains a sophisticated subspace/satellite radio communications array, which can also provide local radio signals. In case of capture, the armor is equipped with a self-destruct mechanism.

The armor's exotic features include Tony's primary energy weapon, repulsor rays, a powerful particle beam weapon designed to repel attacks. The chestplate features the unibeam, a powerful searchlight which can project beams in virtually every light spectrum (visible, infrared, and ultraviolet). The unibeam also features a laser beam projector, an EMP (Electro Magnetic Pulse) generator that can shut down electronic devices within a 50-yard radius (the armor itself can reboot within minutes), and a holographic generator which can both disguise the armor and project images to distract and confuse opponents. The armor has also been outfitted with pulse bolts (extremely powerful plasma discharges), sonic generators, magnetic field generators and a laser torch.

Stark has also designed a number of specialized armors for particular environments and situations. These include the "Hulkbuster," his most powerful armor, originally designed to combat the Hulk. Similarly, his "Thorbuster" model was designed to combat Thor, and combined Stark's technology with Asgardian magic. He has also employed various stealth armors, which are virtually immune to detection but have little raw power; one model was constructed of non-metallic materials. His deep submerge armors are designed for missions up to 3 miles beneath the ocean; his space, outer atmosphere and high-gravity armors are designed for extensive off-world missions. His ablative armor was constructed using a series of self-replacing chips so that damage made to the structure would be instantly repaired, and his arctic armor was designed for extended periods in below zero environments. His tunneler armor was designed to bore through solid rock; his anti-radiation armor was designed for travel through radiation-contaminated areas.

Stark maintains copies of his earlier suits of armor. Features of his earlier suits which he no longer maintains included additions such as a laser-proof coating, missile launchers, mini-guns, mini-canons, railgun, jet-propelled roller skates built into the boots, a diamond-sharp blade concealed within a gauntlet, a hand saw built into a gauntlet, a portable proton beam, tear gas, explosives, suction cups built into the boots, a magnetic field generator which served as his pacemaker while the shrapnel was within his heart, an energy blade located in the gauntlets, a telepresence unit which enabled Stark complete control over the armor from miles away, a flame thrower, power packs which enabled Stark to connect the armor to larger power sources, the SKIN technology which rendered one of his armors virtually indestructible, automated sensor probes, tasers, and flame retardant foam.



Text by Michael Hoskin

IRON MAN BIO/METALO-MIMETIC SUIT SERIES Mk III

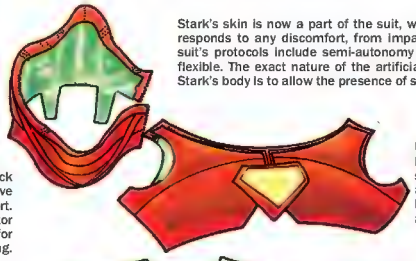
Anthony Stark's Bio/Metalo-Mimetic Material concept is a radical departure from the traditional solid-state technological underpinnings of his prior Iron Man suit designs. Making use of nano-scale assembly technology, "smart" molecules can be made atom by atom. The design allows for simple computers to be linked into a massive parallel computer that synthesizes "human" thought protocols.

There are two parts to this new suit design. The Undersheath is the protective interface between Stark's nervous system and the External Suit Devices, the mega-nano technology that has assembled atoms into large, discreet effectors.

The ESDs are collapsable to very small volumes for storage. The ESDs are commanded by the Undersheath and are self-powered by high-capacity Kasimer plates. They are equipped with large arrays of nano-fans that allow flight.

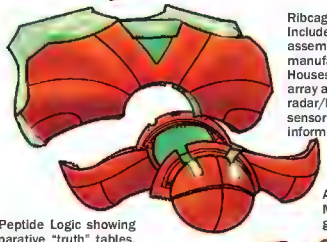
Headpiece
Deep-spectra visual display with smart informational overlay. Psychoacoustic synthetic soundfield. Nano active-sorting allows for super filtering or air synthesis. Diamond overcoating eyepieces.

Stark's skin is now a part of the suit, when engaged. Comfort is relative because the suit rapidly responds to any discomfort, from impacts to high temperature, from itching to scratching. The suit's protocols include semi-autonomy when needed. Where Stark ends and the suit begins is flexible. The exact nature of the artificial Extremis Virus is not known. What effect it has had on Stark's body is to allow the presence of so much alien material within his body without trauma.



Neck
Responsive columnar support. Positioning effector to allow for heads-up flying.

Upper Dorsal Thorax
Houses PentaBeam and support. Microwave lensing allows for directed beams of high joule electrons, photons, acoustic energy and neutrons.

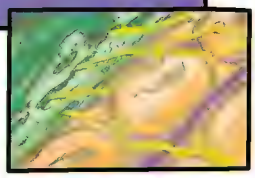


Ribcage Assembly
Includes seperable nano assembler for remote manufacturing of materials. Houses large fractal antennae array and synthetic aperture radar/lidar. Systemic health sensor suite consolidates information in this area.

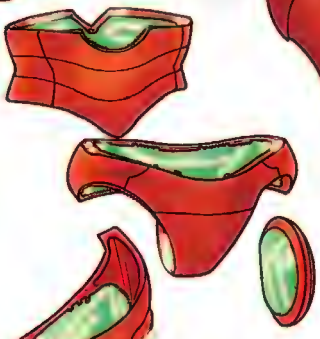
Below: Block diagram of Peptide-Peptide Logic showing memory, critical logic paths, comparative "truth" tables, automatic response look-up tables, data storage, communication and external sensing material interface. Also, the steerable, motile lattice framework that surrounds and is commanded by the PPL molecule computational mentality.

Right: High resolution CAT scan of Undersheath material exiting bony fascia pores.

(enlarged 87,000x)



Abdominal Section
Major energy generation and storage.



Gauntlet
Includes in-suit nano material assembler pod. Major information, logical choice and expert system processor region. Finger articulation follows neural command with interacting feedback from surface sensor suite. Palm Beam is high density muon generator to concussively dissolve matter.

Pantlet and Hip Pod
Suit, power, flight management, medical assay integration system. Pod is multi-purpose and can re-make itself into a mission-specific device.

Thigh and Patella
Contains panoramic sensor suite for all-environment evaluation. Tele-presence links.

Foreleg and Anklet
Motility routines and body attitude routines are stored and generated here. Contains air intakes for micro turbines in Shoe.

Shoe
Flight is now achieved by full-body nano fan arrays. Micro turbines in Shoes are for rapid maneuvering.
Prehensile grippers are adaptable to many circumstances.

Stark Undersheath Technology

The Undersheath to the Iron Man Suit components assembles itself from storage vacuoles within specially modified areas of Tony Stark's bone marrow tissue.

The sheath material is able to exit through skeletal pores and slide between all cells to self-assemble a new "skin." This skin provides a complete interface to the Iron Man Suit components and can perform numerous other functions.

The Undersheath is a nano-network that incorporates peptide-peptide logic, a molecular computational system made of superconducting plastic impregnated molecular chains.

The lattice assembly is a stress-compression truss with powered interstitial joints. This can surround the PPL material and guide it through Stark's body. The metallic component to the lattice is a controlled mimetic artifact than can take on the characteristics of most elements. Even unusual combinations of behaviors such as extreme hardness and flexibilty.

The combination of the two nano-scale materials allows for a very dense non-traditional computer that can change the fabric of its design in very powerful ways. The incorporation of the Undersheath in Stark's entire nervous system renders reflex-level computer responses to pan-spectrum stimulai.

Note about nano-technology: The communication problem with microscopic machines has been overcome by using a multi-pronged approach. Signals can be sent via one or more of several ways. Chemical, in the form of synthetic hormones, optical pulse and various radio freqencies give the systems a redundant and robust means of reliable communication at the nano scale.

Art and Text by Eliot R. Brown

EUROFORCE: Argento, Danger, Deep Sight (Jane Melville), Key (Geyr Kluge), Nuage (Silvie Rouge), Picaro (Antonio Rey), Tiger
SUPER AGENTS (FIRST TEAM): Blue Streak, Marvel Man (Quasar, Wendell Vaughn), Texas Twister (Drew Daniels), Vamp
SUPER AGENTS (SECOND TEAM): Ivory, Knockabout, Psi-Borg, Violence
BASE OF OPERATIONS: Mobile aboard S.H.I.E.L.D. Helicarrier and Sub-Carrier; non-terrestrial bases including space stations and Blue Area of the Moon; international base of operations including Brazil, Canada, the Democratic Republic of the Congo, Egypt, England, France, Germany, Greece, India, Italy, Mexico, Peru, U.S.A., others
FIRST APPEARANCE: Strange Tales #135 (1965)

Art by Steve Epting

Art by Gabriele Dell'Otto

CURRENT MEMBERS: Jeremiah Albuquerque, Earl Angstrum, Ken Avery, Badhand (Thomas Pyke), Ted Bailey, Bradley Beemer, Cameron Bisset, Black Widow (Natasha Romanova), Laura Brown, Jenna Carlisle, Mitch Carson, Sharon Carter, Contessa Valentina Allegro De Fontaine, Mark DePolna, Dragonfly, Stanley Dreyfuss, Timothy Dugan, John Facchino, Rigby Fallon, Hana, Maria Hill, Jerry Hunt, Horatio Huxley, Valeria Jessup, Daisy Johnson, Gabe Jones, Vicki Jones, Gilbert Jordan, Uwe Kael, Derek Khanata, Helen Kim, Veronica King, Cameron Klein, Eric Koenig, Ali Kokmen, Bruno Kreah, Sidney E. Levine, Lump, James Madrox, Eric Marshall, Kirby Martell, Chris McCarthy, Buzz McMahon, Herbert Mills, Alisande Morales, Colin Muldowney, Jennifer Mullins, N'Gami, Noriko Nagayoshi, Eric O'Grady, Shannon Owen, Karen Palamas, Theresa Petty, Alexander Pierce, Henry Pym, Clay Quartermain, Rabble Rouser (Dr. Weinberg), Sergei Radek, Anish Rao, Red, Gail Runciter, Ayna Sareva, Scorpion (Carmilla Black), Tia Senyaka, Malik Shippinsky, Jasper Sitwell, Anthony Stark, Angel Tarnaki, Kimberly Taylor, Chris Townsend, Samantha Twotrees, Darius Venginian, Kali Vries, Jennifer Wentworth, Jonas Williams, others
ELITE AGENTS: The Kid (E.B. Farrell), M-80 (Sayuri Kyota), Nails (Joan Eaton), Silicon (Gerald Simms), Skul (John Skulinkowski)
HOWLING COMMANDOS: Abominable Snowman, Blade (Eric Brooks), Brother Voodoo (Jericho Drumm), Clone of Frankenstein, Dimensional Man (Joshua), Dragoom, Fangu, Glob (Joseph Timms), Golden Gator, Golem, Goom, Gorgolla, Grogg, Groot, Daimon Hellstrom, It the Living Colossus (Robert O'Bryan), John Jameson, Kraa, Lilith, Manphibian, Orrgo, Nina Price, Joshua Pryce, Sasquatch (Walter Langkowski), Satana, Warwolf (Vic Marcus), Werewolf (Jack Russell), Zombie (John Doe), others
FORMER MEMBERS: Val Adair, Agent (Rick Mason), Agent 9, Agent M, Agent Orange (Roger Donovan Goshaw), John Allen, Paul Allen, Harry Angstrum, Answer (David Ferrari), Dexter Bancroft, Battleaxe (Jerome Hamilton), Horatio Belgrade, Clete Billups, Black Widow (Yelena Belova), Blindside (Bobbi Chase), Edward Brecker, George Washington Bridge, John Bronson, Barth Bukowski, Captain America (Steve Rogers), Carrion (William Allen), Margaret "Peggy" Carter, Castigan, Kuro Chin, Jeff Cochren, Isadore Cohen, William Collins, Constrictor (Frank Payne), Stacy Cromwell, Geronimo Crowe, Frank Dallas, Deathlok (Michael Collins), Deathlok (Jack Truman), Karl Delandan, Harry Delgado, the Deltite, Alex DePaul, Phil Dexter, Roger Dooley, John Farret, Mikel Fury, Nick Fury, Jonathon Garelli, Gargantua (Edward Cobert), John Garrett, Paul Garwood, Tom Gittes, Erik Gorbo, Gorilla-Man (Kenneth Hale), Dean Haddad, Hardcase (Harry Malone), Hercules, Jordan Holiday, Hugh Howards, Margaret Huff, Jack of Hearts (Jonathan Hart), Brent Jackson, Karl Janacek, Michael Johnson, Bathsheva Joseph, Roger Juniper, Judith Klemmer, Kevin Kraller, Niles Lawrence, Shannon Lawrence, Lifeline (Deacon), Living Mummy (N'Kantu), Beck Lockhart, Longbow (Amelia Greer), Al MacKenzie, Myron MacLain, Mainspring, Dino Manelli, Adam Manna, Marrow (Sarah), Chastity McBryde, Mentallo (Marvin Flumm), Mockingbird (Barbara Morse), Danielle Moonstar, Mystique (Raven Darkholme), David Nanjiwarra, Network Nina, Kate Neville, Chris Nolan, Marc Nolan, Niles Nordstrom, Jack Norriss, Overrider (Richard Rennsalaer), Carlyle Pallis, Jeffrey Parks, Patriot, Arthur Perry, Percival Pinkerton, Piston (Andrei Semyanovitch Rostov), David Purcell, Cliff Randall, Ranger (Jesus Suarez), Inali Redpath, Reflection, Frank Rhodes, Buck Richlen, Rojo-Jo Joaquin, Jack Rollins, Rico Santana, Shadowcat (Katherine Pryde), Shotgun (Zeke Sallinger), Sin-Eater (Stanley Carter), Jakuna Singh, Remington Sole, Spider-Woman (Jessica Drew), Dwight Stanford, Rollin Stanford, Michael Stevenson, Molly Stiles, Stone Cold (Derek Smalls), Rick Stoner, Eugene Strausser, S.U.L.T.A.N., Kenjiro Tanaka, Neal Tapper, Nate Thurman, Timebomb (Louis Joubert), Anton Trojak, Steven Tyler, Warhawk (Tom Nakadai), Seth Waters, Katherine Waynesboro, William Wesley, Fred Wilson, Wolfen, Wolverine (James Howlett), James Woo, Larry Young, Orlando R. Zarate, others
CONTINGENCY: Condor, Killdeer, Kite, Rapture, Shrike

HISTORY: S.H.I.E.L.D. is the codename of an espionage organization dedicated to enforcing security across the Earth from threats terrestrial, extraterrestrial and even supernatural. Originally the acronym stood for Supreme Headquarters International Espionage Law-enforcement Division; currently it stands for Strategic Hazard Intervention Espionage Logistics Directorate. Unlike other intelligence agencies, S.H.I.E.L.D. is international in membership, scope and jurisdiction. Many of S.H.I.E.L.D.'s top agents have been recruited from rival agencies such as the C.I.A., Mossad, Hatut Zeraze, and MI-6. Although other agencies and paramilitary organizations are indignant at how S.H.I.E.L.D. has superseded them, they are still cooperative and share information and staff when requested. S.H.I.E.L.D. usually operates under the authority of the United Nations, but all nations which contribute to the organization have the right to request S.H.I.E.L.D.'s assistance in their national security. S.H.I.E.L.D.'s directorate are expected to respect the autonomy of all member nations. S.H.I.E.L.D. operates a number of its own prison facilities for enemy combatants, and a witness protection program for allies. S.H.I.E.L.D.'s success has also led to the formation of similar exotic agencies such as the U.K.'s S.T.R.I.K.E., W.H.O., FI.6, R.C.X. and Black Air. Although most of S.H.I.E.L.D.'s operations are clandestine, their existence is known to the general public, and they maintain press secretaries and public offices in most major cities.

S.H.I.E.L.D. was first conceived of as Project: S.H.I.E.L.D. some decades ago, and American industrialist and inventor Anthony Stark's support for the organization was instrumental in convincing the world's businessmen and politicians to support S.H.I.E.L.D.'s actual formation. Stark envisioned S.H.I.E.L.D. as a means of combating terrorism, tyranny and crime across the Earth. Stark provided S.H.I.E.L.D with much of its exotic weaponry and equipment, most importantly joining with the mutant inventor Forge and Reed Richards to design the first Helicarrier, a massive aircraft carrier which could support thousands of personnel, hundreds of aircraft, and — through its anti-gravity vortex beam — sustain flight at high altitudes, enabling it to serve as a mobile base of operations. Although the first Helicarrier was destroyed in an act of industrial sabotage organized by the terrorist group Hydra, Stark quickly assembled a replacement vessel, and S.H.I.E.L.D. has had at least one Helicarrier in service for nearly its entire history.

Art by Jean Jacques Dzialowski

Stark left the day-to-day technical needs of S.H.I.E.L.D. to subordinates, such as the technician codenamed "Boothroyd." In addition to manufacturing the finest in traditional combat equipment for S.H.I.E.L.D.'s forces, these technicians supplied exotic inventions such as cars equipped with vortex beams enabling them to fly; bulletproof/flameproof uniforms and plain clothes; laser ("laz") pistols; and a variety of monitoring equipment, computers (including the powerful A.U.T.O.F.A.C.), spy satellites, jet-packs, teleportation technology and Mandroid battle armor. Among their most significant developments for the organization were Life Model Decoys (LMDs), androids designed to simulate real-life men and women, from their voices to fingerprints. Although LMDs were originally intended as disposable units for bait and switch tactics, their potential for misuse was soon realized by Hydra; they planted an LMD called "the Deltite" within S.H.I.E.L.D., and it immediately set about corrupting them from within while the organization was still in its infancy.

S.H.I.E.L.D.'s first main base of operations was located in New York beneath a barbershop staffed entirely by S.H.I.E.L.D. agents. Allies would gain access to the base using underground tunnels, or by entering the barbershop and lowering into the base through descending barber chairs. After repeated invasions by enemy agents, S.H.I.E.L.D. abandoned and destroyed this base, and set up a new headquarters hidden beneath a warehouse, with its entrance disguised by a brick wall hologram. S.H.I.E.L.D.'s public offices in New York (called S.H.I.E.L.D. Central) were used more frequently as the organization's existence became known to the populace. Stark had recommended World War II veteran and C.I.A. operative Colonel Nicholas J. Fury to serve as S.H.I.E.L.D.'s first director, but the executive council chose Colonel Rick Stoner instead. Stoner trained many of the organization's earliest agents, and was charged with discovering who was responsible for the sabotage that cost them their first Helicarrier. Stoner discovered that Stark Industries technician Jacob Fury was serving as an agent of Hydra and the Roxxon Oil Corporation, but Hydra assassinated Stoner before he could relay the information. Nick Fury was brought in and offered the position of director. He accepted, and for his first assignment brought down Hydra's Imperial Hydra (Arnold Brown), wrongly assuming that he was the head of Hydra. Hydra's allied organizations A.I.M. and the Secret Empire also vexed S.H.I.E.L.D., but Fury ultimately triumphed over all three organizations, and Hydra was struck a crippling blow when Fury killed Baron Strucker and sunk their main base, Hydra Island.

The command structure of S.H.I.E.L.D. has changed little over the years. The highest authority over S.H.I.E.L.D. is the executive council, typically twelve members who represent national and corporate sponsors of the agency. They usually only communicate with the actual agents of S.H.I.E.L.D. through the director. The director is responsible for overseeing all of the organization's international operations, and represents the agency to world governments, other agencies and the public. The director can only be overridden by the executive council. The original director was Rick Stoner, followed by Nick Fury. Occasional replacements as director during Fury's tenure included Timothy "Dum-Dum" Dugan, G.W. Bridge and Sharon Carter. The current director is Maria Hill. Beneath the director are Special Directors, who serve as the director's special cabinet. Each special director has their own unique area of responsibility, including Military Coordination (currently held by Dugan), Internal Affairs (Jasper Sitwell), and Public Relations (Valentina De Fontaine). The special directors are answerable only to the director.

Below the special directors are Regional Directors who are responsible for S.H.I.E.L.D. operations within their designated territory. All of the nations allied with S.H.I.E.L.D. have an office within their capital cities, as well as in other major metropolitan centers. Regional directors have included Eric Koenig (Bonn, Germany), Barth Bukowski (Los Angeles, California), and Karl Delandan (Manhattan, New York). Below the regional directors are Special Officers, who assist the special directors in international activities. Below them are Regional Officers who have

command over field agents within their territory. Field Agents are the most numerous of all S.H.I.E.L.D. agents, and carry out most of the organization's undercover and combat missions. Administrators are comprised of lawyers, accountants, secretaries, receptionists, psychologists, physicians and clerks, and are seldom active in the field. The last ranking of agents are Technicians, who handle computers, communication equipment, technology maintenance and weaponry. This section includes S.H.I.E.L.D.'s research & development departments such as ExTechOp, which has designed John Garrett and other cybernetic S.H.I.E.L.D. agents. Also included is the ESP division, whose agents possess low-level telepathy used for surveillance operations.

Fury's tenure as S.H.I.E.L.D. director at first saw little interference from the executive council, and Fury tried to be personally involved in as many significant operations as he could, often risking his life under fire. Fury brought in his wartime comrades Dum-Dum Dugan, Gabe Jones and Eric Koenig early in the organization's history, and also oversaw training new agents, setting up some as "sleepers" whose identities were kept secret even from the council. The young and ambitious Jasper Sitwell at first concerned Fury because of his eagerness to assume command, but Sitwell proved to be a loyal agent to Fury, and took an extended position guarding Tony Stark on S.H.I.E.L.D.'s behalf. However, despite Fury's tireless efforts, S.H.I.E.L.D.'s operations were so vast that he could not account for all of their activities, and corrupt agents and conspiracies began to appear within their ranks. One agent, Barbara Morse, took it upon herself to expose the corruption within S.H.I.E.L.D., and assumed the costumed identities of Huntress and Mockingbird to keep her true identity secret. She exposed Rico Santana of Rio de Janeiro, and Karl Delandan of Manhattan, nearly losing her life in the second expose. Fury was so moved by her personal sacrifices that he vowed he would personally clean up the agency. S.H.I.E.L.D. also experimented with their first team of superhuman operatives called the Super Agents (Blue Streak, Marvel Man, Texas Twister & Vamp), but Blue Streak and the Vamp both proved to be double agents for the Corporation, and the group was disbanded.

Even Fury found himself forced to take actions he found morally reprehensible. When a conscience-stricken Stark stopped manufacturing weaponry, S.H.I.E.L.D. lost a major component, and Fury authorized a hostile takeover of Stark International in an attempt to force Stark to resume arms manufacturing. Fury ultimately backed down, and Stark continues to provide technology for S.H.I.E.L.D., but the agency has turned to competitors of Stark's such as Cordco, Cross-Technological Enterprises and Roxxon Oil for weapons. Over time, the Deltite infiltrated the council and replaced all the other members with LMDs like itself. They concocted a complex scheme to try to harvest the Infinity Formula which had kept Fury youthful, hoping to gain immortality. Many S.H.I.E.L.D. agents were replaced by LMDs programmed by the Deltite, while the originals were brainwashed by Hydra and placed in suspended animation deep within S.H.I.E.L.D. Central. When Fury began to uncover the Deltite's scheme, he was declared an enemy of S.H.I.E.L.D. and Fury found himself hunted by the men and women he had trained. Unable to trust even his closest friends, Fury turned to Alexander Goodwin Pierce, one of his sleeper agents. Under Fury's guidance, Pierce became a staunch battle-ready officer. With the help of one-time C.I.A. liaison Al MacKenzie, Fury ultimately confronted the Deltite at the S.H.I.E.L.D. Space Station, and the entire complex was destroyed, with only the human agents escaping alive. The extent of the corruption within the organization had become so encompassing and their ranks so depleted that Fury disbanded S.H.I.E.L.D. and retired from espionage.

S.H.I.E.L.D. was reactivated when the Death's Head Commandos threatened to start an international conflict, beginning by assassinating a number of intelligence operatives. Fury came out of retirement to assemble a new team to stop the Death's Head Commandos, and afterward established how S.H.I.E.L.D. would operate. Fury envisioned the new organization as a tight unit of officers whose loyalty could be counted on, including Pierce, MacKenzie, Val De Fontaine, and Kate Neville. However, he had Gabriel Jones begin training agents at a new S.H.I.E.L.D. Academy to fill out their ranks. Attempting to regain lost glory, Hydra revived Baron Strucker and he purged their ranks, making them stronger; they announced their reemergence as a major power by destroying S.H.I.E.L.D. Central, massacring an entire class of 1,500 graduating agents.

As S.H.I.E.L.D. expanded to meet new threats, Hydra took advantage of their reshuffling by brainwashing agent G.W. Bridge into authorizing the creation of a new team of Super Agents (Knockabout, Psi-Borg, Violence), all of them double agents for Hydra. They were soon joined by the Wakandan superhuman Ivory, but when she discovered her teammates' true loyalties, they killed her. Psi-Borg was killed by the psychic agent Network Nina in psychic combat, and Fury imprisoned Knockabout and Violence. At the same time, the Hydra-brainwashed agents kept beneath S.H.I.E.L.D. Central were discovered, and Fury had them deprogrammed and returned to service. Subsequent budgetary cutbacks to S.H.I.E.L.D. made by Beck Lockhart began to diminish the organization's effectiveness, just as Fury became involved in leading a manhunt for the Punisher. At the same time, Fury received intelligence that Rick Stoner was still alive, codenamed "Fallen Angel," and had entered another dimension created by a Cosmic Cube experiment. Fury entered that dimension to investigate, and left behind an LMD of himself specially programmed by Stark to be the most convincing model yet. When the Punisher was prodded into believing that Fury had killed his

Art by Keith Pollard

Art by M.C. Wyman

family, he began hunting the LMD, and ultimately "killed" it. Because the real Fury's mission was highly classified, his survival was not known, and the LMD was buried in his place.

Fury was eventually retrieved from the other dimension by Sharon Carter, and he returned to service as director. However, corruption within the organization had become more commonplace due to his absence, and an increasingly large number of agents attempted to defy or circumvent his authority and launch black ops without Fury's knowledge. These have included the techno-organic creatures of the Nemesis Program, and S.H.I.E.L.D.'s own version of Deathlok (Jack Truman). Agent Brent Jackson authorized the creation of the mutant-hunting Contingency, who were finally shut down by Sharon Carter. S.H.I.E.L.D. also faced a major crisis when the Red Skull took control of an entire Helicarrier of agents (humorously calling them "S.K.U.L.L."), and it took months for Fury to assemble a squad to retake the vessel and drive the Red Skull out. Since then, S.H.I.E.L.D. has added a second mobile command base, the Sub-Carrier, a vessel similar to the Helicarrier but designed to operate submerged underwater. Some of S.H.I.E.L.D.'s recent experiments with employing superhuman operatives have included their European offshoot Euromind establishing the two groups called Eurolab and Task Force, eventually united as Euroforce. A squad of specialized operatives are the Elite Agents of S.H.I.E.L.D. who include the Kid (a sharpshooter), Silicon (a cybernetic hacker), M-80 (explosives expert), Nails (hand-to-hand combat expert), and Skul (armed combat expert). S.H.I.E.L.D. opened a special department codenamed "Silvereye" to help hunt vampires, but the organization was so rife with double agents that it was quickly disbanded. Another special department of S.H.I.E.L.D. is Area 13, headquarters of the "Howling Commandos" (named in honor of Fury's World War II squad), commanded by Clay Quartermain and employing dozens of supernatural and monstrous agents to serve as "shock and awe" troops, and to oppose threats from opponents similar to them. S.H.I.E.L.D. also has a loyal superhuman operative in the Scorpion (Carmilla Black), the daughter of A.I.M.'s Scientist Supreme, handled in the field by agent Derek Khanata.

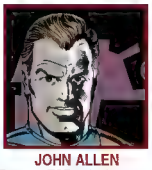
S.H.I.E.L.D.'s activities have occasionally expanded off-world, including their involvement in the interstellar Kree-Skrull War, where they provided the Avengers with intelligence support. They have become the Earth's best-equipped agency for dealing with extraterrestrial concerns, to the extent that S.H.I.E.L.D. has developed a sister organization codenamed S.W.O.R.D. (Sentient Worlds Observation and Response Department) which operates independently from S.H.I.E.L.D. For its part, S.H.I.E.L.D. has constructed space stations in Earth's orbit, and eventually set up a research station in the Blue Area of Earth's moon. Fury encouraged open relations with Earth's superhuman community, notably with his World War II ally Captain America, who wound up leading many S.H.I.E.L.D. operations over the years and has been romantically involved on-and-off with agent Sharon Carter. S.H.I.E.L.D. has often assisted the Avengers, X-Men, and Fantastic Four, but circumstances have also pitted them against each other, as S.H.I.E.L.D.'s duty to international security has sometimes overridden that of friendship. The super-heroes Danielle Moonstar, Hercules and Katherine Pryde (Shadowcat) have each served temporary terms as S.H.I.E.L.D. agents, while Dr. Leonard Samson has often provided psychiatric support, and aided Clay Quartermain in his efforts at tracking the Hulk alongside the Hulkbusters.

Recently, Fury engaged in an unauthorized mission using several super-heroes to infiltrate Latveria and unmask Lucia von Bardas as having funded numerous criminals on American soil. Fury's defiance of authority resulted in him being stripped of his title as director, and he became a fugitive. The fiercely anti-superhuman Maria Hill was made director in his place. Under Hill's leadership, corruption within S.H.I.E.L.D. has reached new highs as Hill has engaged in numerous questionable operations, including illegal mining operations in the Savage Land, but she has suppressed all evidence. Hill has also authorized the "Cape-Killers," a squad of S.H.I.E.L.D. agents designed to hunt superhumans who attempt to avoid registration in the new Superhuman Registration Act. Although Fury remains a fugitive in hiding, he is still trusted and respected by many, and continues to serve the people of the Earth in secret, avoiding detection by S.H.I.E.L.D. In addition, Director Hill has made use of LMDs of Fury to take advantage of his reputation, and to test her agents' loyalties.

MARIA HILL
Current director
Active in:
New Avengers #4 (2005)

COLONEL NICHOLAS J. FURY
Former director; fugitive
Active in:
Strange Tales #135 (1965)

RICK STONER
Former director; deceased
Active in: Fury #1 (1994)



JOHN ALLEN
Director, ESP unit; deceased
Active in:
Nick Fury vs. S.H.I.E.L.D. #3 (1988)

PAUL ALLEN
Field agent; expelled
Active in:
Astonishing Tales #8 (1971)

HORATIO BELGRADE
ExTechOp technician; deceased
Active in: Cable #58 (1998)

GEORGE WASHINGTON BRIDGE
Field agent, former director; officially inactive
Active in:
X-Force #1 (1991)

LAURA BROWN
Field agent
Active in: Nick Fury, Agent of S.H.I.E.L.D. #9 (1969)

BARTH BUKOWSKI
Regional director, Los Angeles; inactive
Active in:
Spider-Woman #13 (1979)

MITCH CARSON
Field agent
Active in:
Marvel Team-Up #21 (2006)

MARGARET "PEGGY" CARTER
Field agent; inactive
Active in:
Captain America #174 (1974)

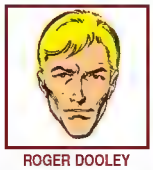
SHARON CARTER
Agent 13, field agent, former director
Active in:
Tales of Suspense #75 (1966)

JEFF COCHREN
Assistant director; deceased
Active in:
Captain America #188 (1975)

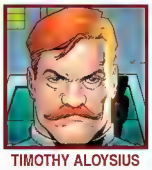
VALENTINA DE FONTAINE
Agent 14, special director, public relations
Active in:
Strange Tales #159 (1967)

KARL DELANDAN
Regional director, Manhattan; expelled
Active in:
Marvel Team-Up #95 (1980)

ALEX DEPAUL
Special director; deceased
Active in:
Thunderstrike #5 (1994)



ROGER DOOLEY
Special officer; deceased
Active in: Marvel Graphic Novel #19: Sensational She-Hulk (1985)



TIMOTHY ALOYSIUS "DUM-DUM" DUGAN
Deputy director, military coordinator, former director
Active in:
Strange Tales #136 (1965)

MIKEL FURY
Field agent; expelled
Active in:
Fury of S.H.I.E.L.D. #1 (1995)

JOHN GARRETT
Field agent; inactive
Active in:
Elektra: Assassin #2 (1986)

JERRY HUNT
Special officer, London; inactive
Active in:
Spider-Woman #1 (1978)

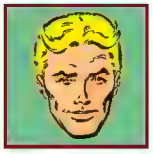
VALERIA JESSUP
Field agent
Active in:
Identity Disc #1 (2004)

DAISY JOHNSON
Field agent
Active in:
Secret War #2 (2004)

GABRIEL JONES
Director,
S.H.I.E.L.D. Academy
Active in:
Strange Tales #136 (1965)

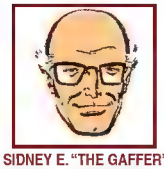
DEREK KHANATA
Special director,
handler of Scorpion
Active in:
Amazing Fantasy #7 (2005)

CAMERON KLEIN
Technician
Active in:
Captain America #32 (2000)



ERIC KOENIG
Regional director, Bonn
Active in:
Captain America #146 (1972)

BRUNO KREAH
Technician
Active in: Nick Fury,
Agent of S.H.I.E.L.D. #15 (1990)



SIDNEY E. "THE GAFFER" LEVINE
Technician
Active in:
Strange Tales #159 (1967)

BECK LOCKHART
Financial agent; deceased
Active in: Fury
of S.H.I.E.L.D. #1 (1995)

LUMP
Honorary agent
Active in: Nick Fury,
Agent of S.H.I.E.L.D. #47 (1993)

ALPHONSE MACKENZIE
CIA liaison officer; inactive
Active in: Nick Fury vs.
S.H.I.E.L.D. #3 (1988)

ALISANDE MORALES
Field agent
Active in: Captain America
& the Falcon #2 (2004)

N'GAMI
Technician
Active in: Nick Fury,
Agent of S.H.I.E.L.D. #12 (1990)

NORIKO NAGAYOSHI
Technician
Active in:
Amazing Fantasy #7 (2005)

NETWORK NINA
Technician, ESP unit; deceased
Active in: Nick Fury,
Agent of S.H.I.E.L.D. #2 (1989)

KATHLEEN NEVILLE
Field agent; deceased
Active in: Nick Fury vs.
S.H.I.E.L.D. #3 (1988)

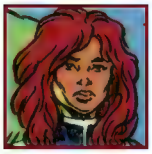
NILES NORDSTROM
Director, ESP unit; inactive
Active in:
Strange Tales #141 (1966)

JACKSON NORRISS
Field agent; inactive
Active in: Nomad #2 (1992)

ALEXANDER GOODWIN PIERCE
Field agent
Active in: Nick Fury vs.
S.H.I.E.L.D. #3 (1988)

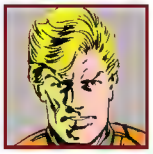
CLAY QUARTERMAIN
Director, Howling Commandos
Active in:
Strange Tales #163 (1967)

SERGEI RADEK
Field agent
Active in:
Thunderbolts #53 (2001)



RED
Honorary agent
Active in: Nick Fury,
Agent of S.H.I.E.L.D. #47 (1993)

BUCK RICHLEN
Field agent; expelled
Active in: Iron Man #117 (1978)



JACK ROLLINS
Special officer; deceased
Active in: Nick Fury vs.
S.H.I.E.L.D. #1 (1988)

GAIL RUNCITER
Field agent
Active in:
Captain America #268 (1982)

AYNA SAREVA
Technician
Active in:
Amazing Fantasy #7 (2005)

TIA SENYAKA
Technician
Active in:
Daredevil #377 (1998)

JAKUNA SINGH
Special officer, Africa; deceased
Active in:
Shanna the She-Devil #2 (1973)

JASPER SITWELL
Special director, internal affairs
Active in:
Strange Tales #144 (1966)

MAJOR REMINGTON SOLE
Director, ExTechOp; expelled
Active in:
Uncanny X-Men #371 (1999)

JACK TRUMAN
Agent 18, special officer; inactive
Active in: Cable #59 (1998)

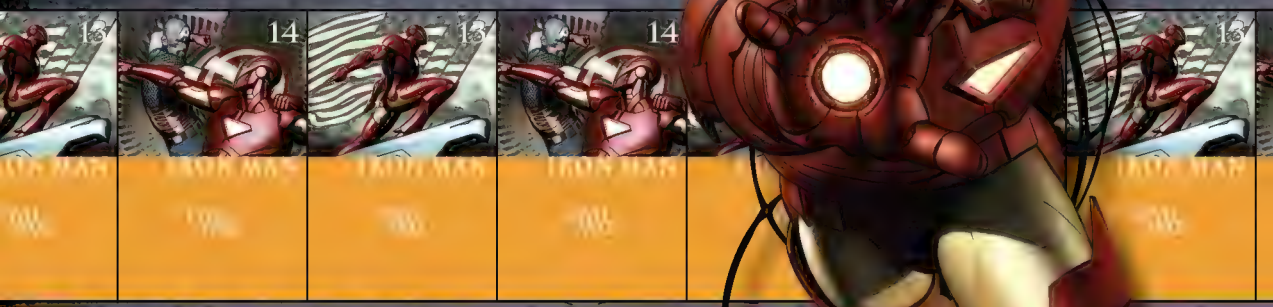
KALI VRIES
Special officer
Active in: U.S. Agent #1 (2001)

JAMES WOO
Special officer; inactive
Active in: Nick Fury, Agent
of S.H.I.E.L.D. #2 (1968)

Text by Michael Hoskin

FROM *MARVEL SPOTLIGHT: CIVIL WAR AFTERMATH*

BY JOHN RHETT THOMAS



IRON MAN

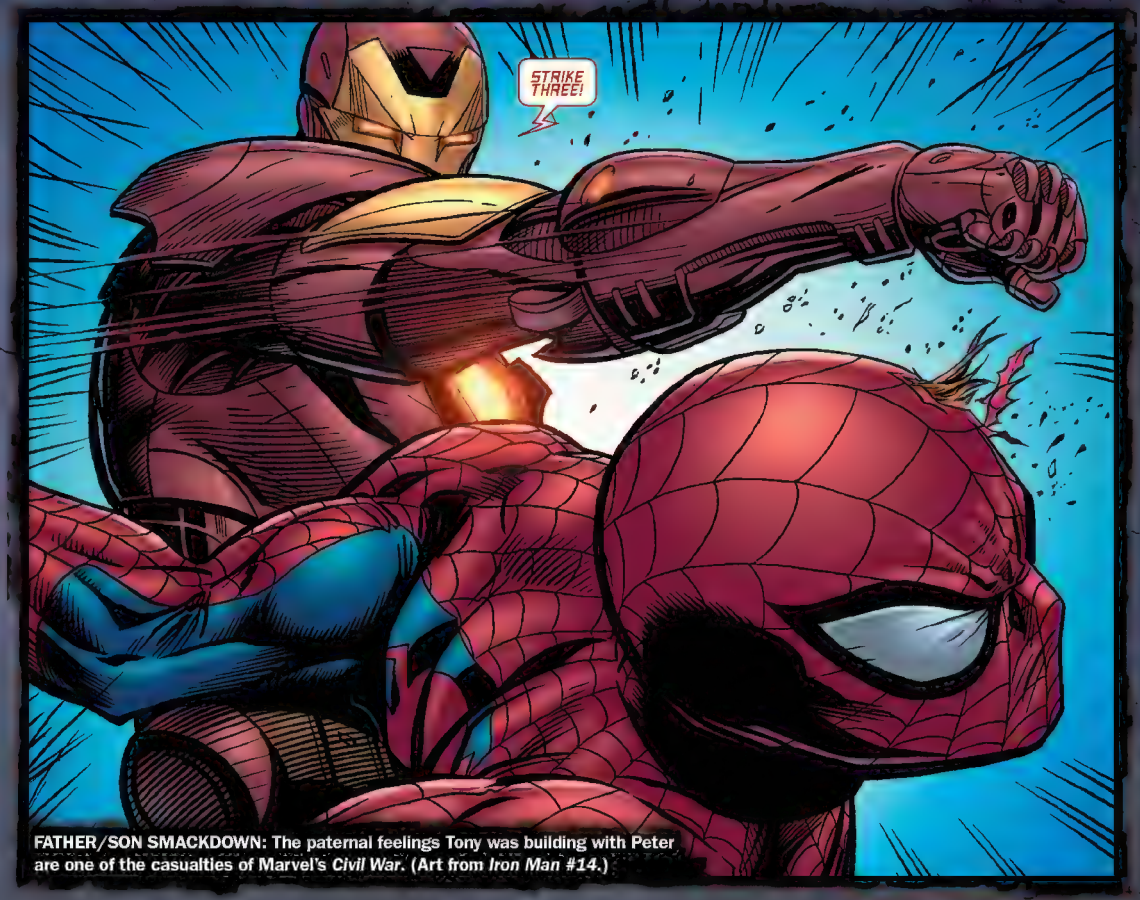
WRITER: DANIEL AND CHARLIE KNAUF
ARTIST: ROBERTO DE LA TORRE

No player still standing in the drama of *Civil War* has taken more hits than Tony Stark. His reputation in tatters, his friendships in disarray, his integrity in question, and, indeed, his very soul seemingly hanging in the balance, never before has the man who donned the unstoppable suit of Iron Man armor been more vulnerable. It is a time when he mourns the death of two of his best friends — Happy Hogan and Steve Rogers — both victims in a tragedy that seems fated only in hindsight. Despite his bold new role as Director of SHIELD, it is a time in which it seems that just a little wind could blow him away. How can he possibly continue negotiating the treacherous terrain of a post-CW world in such a state?

Spotlight talked about this and other topics with series writers Daniel and Charlie Knauf, the father and son writing team who have picked up after Warren Ellis and Adi Granov's pivotal *Extremis* run *(Iron Man #1-6)*. We also got some fantastic, black and white, original artwork from new artist Roberto de la Torre to share with fans of Iron Man. So, without further ado, the aftermath of Iron Man revealed…

SPOTLIGHT: By the time this issue of *Spotlight* hits store shelves, you and Charlie will have seen nine of your *Iron Man* issues published and in the hands of comic fans. Can you help clarify a little bit what the challenge has been during this short stretch of time writing *Iron Man*? Coming on to the title, how much of "you're going to have this *Civil War* thing to deal with" was part of your mandate?

DANIEL: When we signed on for *Iron Man*, *Civil War* was just a twinkle in Joe's eye. We'd pitched a six-issue arc on the series that was CW-free. With the delays, though, our arc ended up overlapping the beginning of *CW*. Joe and Tom were very cool about it, insisting we finish "Execute Program" *(IM #7-12)*, then jump in when we could. It was tough, like trying to leap onto a moving car from a bridge. Our main concern at the point we dug in was that Iron Man's pro-registration stance hadn't really been articulated, and that he'd done a lot of sketchy stuff that was pretty despicable in dozens of issues between the CW titles. We only had two issues to explain and motivate those actions and rehabilitate IM in the eyes of the fans. No small order.



FATHER/SON SMACKDOWN: The paternal feelings Tony was building with Peter are one of the casualties of Marvel's *Civil War*. (Art from *Iron Man #14*.)

CHARLIE: Yes, I agree. The most challenging part was to try our best and catch up with the momentum of *Civil War*. Another difficult thing was the scope of this project. Any reader will tell you that an "event" book that ties that many titles together must be hard to plan, but until you're actually in the trenches dealing with a number of other writers' stories, criss-crossing time lines, continuity and a bunch of other problems, you have no idea how difficult it can be, especially for two guys new to the game.

SPOTLIGHT: Sort of a follow-up to the first question, how has the experience been of writing your first story arc with *Iron Man* (issues #7-12) and then the two *Civil War* issues (#13-14)? Everything you'd hoped it would be when signing on? Or has it been such a rush that it's now a blur in your collective memories?

CHARLIE: Writing comic books professionally has been a dream of mine for a very long time. When I signed on, however, I soon realized how intense this job is. Yes, it is challenging and we have spent many nights breaking story but I would not trade the experiences I have had with Dan for anything in the world. It is one of the most rewarding things I have ever done in my life on many levels.

DANIEL: In a successful collaboration, whether it's two writers or a room full on a television show, what you seek is one collective voice. I look at "Execute Program" as "learning issues." Charlie and I were finding that voice. Plus, I was getting reacquainted with the medium. You really can see the learning curve from one issue to the next. By the time we got to our Civil War issues, we'd found our footing and were beginning to push the outside of the envelope with structure and story density, something we're pushing even harder in our post-CW books.

SPOTLIGHT: *Iron Man* features a shared billing for writing between you and your son. Can you describe how those responsibilities are shared? Is one party more involved in plotting and the other more involved with dialogue? Or is there an equal split? Or do these roles change from issue to issue or arc to arc?

DANIEL: Charles does most of the heavy lifting in that he handles the first drafts. We break the story together, and rewrite together. As time's gone by, I find more of Charlie's stuff surviving that process unscathed.

CHARLIE: When you work as a team, you are always going to change things. Dan is a different writer than I am, therefore "Dan & Charlie The Team" are going read differently than either of us individually.

DANIEL: Talent is like I.Q. in that it's what you bring to the party. Either you can dance or you can't. The craft comes with time and practice. I've learned a lot of tricks and moves in the 20-odd years I've been writing, and Charlie's an apt protege. I find my mentor role

diminishing with each issue. Plus we both have veto power, and we both use it.

SPOTLIGHT: Now that we know what the arrangement is, are there any pitfalls that have popped up so far? Or has it been smooth sailing, better than you even expected? Any cool or funny anecdotes you can share about that facet of your collaboration?

DANIEL: I was scared. What if the kid sucked? How would I deal with that? Would it hurt our relationship as father and son? Thankfully, he's more than been keeping up his end. He's way better than I was at his age.

CHARLIE: I approached this project not as father and son but respectful partners. I understand that he has a huge leg up on me as far as experience in the craft of writing so I respect that and listen to him. But I know comics — the specifics of what's been done, what works, what doesn't — so I sort of have an advantage from that standpoint.

DANIEL: Charlie saved our butts on #14. Toward the end, Tony says something lousy, and Sue Storm slaps him. A few panels later, we had Sue say something even lousier, and I wrote (while Charles was on a bathroom break) that he slaps her. Dramatically it worked. It worked in the moment. But Charles looks at it and says, "Man, THAT is a line you CANNOT cross! You can't have him slapping around Sue Storm!" I'm saying, "Yeah, but it's not like she's a woman — she's a freakin' *meta*!!! Plus he's not wearing his armor." Well, he vetoed it, and I grumbled about it, but he was so right. I hate him for that.

CHARLIE: With all the bad press IM had picked up, the last thing he needed at that point was to be physically abusing women. But the scene Dan wrote was very, erm...dramatic.

DANIEL: See? He's condescending, too! *(Laughter.)*

SPOTLIGHT: Turning to *Iron Man*, you picked up after Warren Ellis developed the character of Iron Man to include the new idea of Extremis, a bio-tech adaptation of Iron Man concepts that have been insinuated into the physiology of Tony Stark. Just in general, what do you make of this concept? Do you see this as possible, or likely, in our own world?

DANIEL: Superpowers are what they are, so "possible" and "likely" really don't enter into it. Our job is to work it realistically in the context of the human character that possesses the power — what does he do with it? How does it affect his life, his outlook, his behavior?

CHARLIE: Stan Lee was a visionary who truly believed in the balance of a character. The original Tony Stark was a super-genius with a debilitating handicap. So he creates this armor that keeps him alive, the side effect being all sorts of cool superpowers. He could save the world as Iron Man yet at any moment Tony Stark could die. The character continued to evolve over time, becoming even more powerful until his strengths outweighed his weaknesses. Then David Michelinie and Bob Layton with *Demon in a Bottle* restored the character by giving Tony a new crutch, alcoholism. It was perfect. Now more time has passed and Tony is more powerful than ever from Extremis. So we need to start exploring new problems in his life. How does Extremis affect Tony and the world? What's the downside to being almost godlike in knowledge? The realism is not in *how* things happen in Tony's world but in *what* happens and how he deals with it.

NEW IRON MAN ARTIST: Roberto de la Torre shares with Spotlight some black and white IM pencils!

More black and white pencils from Iron Man artist Roberto de la Torre!

SPOTLIGHT: Regarding the character of Tony Stark, living squarely in comic-book reality, what are your thoughts of adapting Extremis into Stark's character moving forward? Are we going to see this as an essential asset to the book's character for a while, or do you think it's now a settled part of the narrative terrain of the book?

CHARLIE: Warren Ellis opened such a cool door for us. He kind of said, "Here ya go guys, now what?" Extremis is definitely settled into the Marvel U but we have yet to explore the full extent of what it does.

DANIEL: Extremis feeds solidly into the arcs we're working for the next 8 — 12 issues, so I'd say that's settled. I mean, sure, it eliminates all the old "armor hijacking" story lines, but those have been done. And done. And done. Plus I think Extremis is a great metaphor for the current human condition. As a species, millions of lives are dependent on technology — whether it's shipping, transportation, high-yield crops, drugs, artificial organs, pacemakers...

SPOTLIGHT: What was your vision of Tony Stark and his characterization before you took the reins of the book, and how has that vision possibly changed as a result of events in *Civil War* in general, and the *Iron Man* title in particular? Have you had to nuance certain goals you wanted to reach in order to better conform to CW-reality?

DANIEL: We went in wanting to emphasize Stark's isolation — not just from other people, but other super heroes as well. What does that cost him? How does he struggle to overcome it? He's not a meta, nor is he a mutant. He's completely self-invented. Even Extremis is something he voluntarily subjected himself to — programming and directing its effects. Genius is a characteristic that isolates the individual, talent is another, wealth is yet another. Stark has all three. Every step he takes exacerbates that isolation — creating the armor, shooting himself up with Extremis. Perfecting the "Iron" diminishes the "Man," and yet Stark can't help but continue on that road, despite the fact that it increases what must be agonizing loneliness. *CW* gave us a forum to continue to explore that. Who was the loneliest, most tragic president? Lincoln, of course. So of course that's the role is Stark drawn to in *CW*! It's freaking Shakespearean!

CHARLIE: But our overall goal is to make *Iron Man* a great read, and *CW* opened more avenues for us to work with.

SPOTLIGHT: Sort of in line with the previous question, lay it out for us: what do you think of Tony Stark and his lead role in *Civil War*? Lots of writers and editors have had their say about the direction his character has taken, most notably JMS in *Amazing Spider-Man* and Mark Millar in the *Civil War* title, and how do you think his character has established itself in light of CW's conclusion? A richer, more complex and thus more interesting character to write? Or do you feel more like you're in triage, trying to find redemption for the character?

CHARLIE: It's unfortunate that most readers have seen Tony as a real bad guy in this whole thing. They've read *Civil War* and *Amazing Spider-Man* but they have to remember, they are not Tony's books. What we tried to do with our book was shape Tony into a richer character and in doing so we had to show the world why he did what he did. Redemption was a very important factor for us. We did try to explain what was going on in Tony's head but it's also important to remember that Tony is a complex private man that may feel the need to play his cards close to his chest.

DANIEL: The only regret I have is that some of the other writers sometimes played him a little too broadly, shining up their characters at his expense. But, again, if it's a Spider-Man book, your job is to write Spider-Man. Brubaker's gonna write Captain America. Stark is just a supporting character in those books. If he's a bit underwritten or weak in another title — even if he's a bit of a jerk — it's not the end of the world. They don't check with us. Nor should they. We didn't call JMS to ask permission to have IM clean up Yankee Stadium with Spidey. If anyone steps over the line, Tom Brevoort reels them in.

SPOTLIGHT: Some readers have already made up their minds about Tony Stark in regards to the latter question: they don't like him! What are your

impressions about fan reaction to Tony in our new Civil War reality? Are there any opinions you think resonate with you, and are there any that you feel very comfortable dismissing out of hand?

DANIEL: It's nice to see such passionate responses from the fans. I guess any press is good press.

CHARLIE: It is kind of weird writing a book about the "villain of the year."

SPOTLIGHT: Looking at your two crossover issues of *Iron Man*, there were a couple of major moments for Tony and his supporting cast. The most major, of course, is the death of his best friend, Happy Hogan. The last moment the two shared before Happy had that terrible fate befall him was a very tender one, and certainly was an authentic representation of what Happy has meant to Tony all these years. I take it killing off Happy wasn't done lightly? What went into that decision, and how do you envision the long-term effects on Tony and Pepper's life playing out while you guys write the book?

DANIEL: When we took over from Warren, we just assumed we would run with the characters he created, Maya and Sal. We had no real plan in mind for Happy except to include him later on in a story. Then we were told by Tom Brevoort that they planned to kill Happy Hogan in *CW*. When Millar decided not to in the main title, we jumped all over it.

CHARLIE: All too often a supporting character in a comic book has kind of a lackluster death. The typical scene where the sidekick gets shot and the hero cradles the victim in his arms and yells, "NOOOOOO!" Then you move on to the next issue, completely ignoring the love so many people may have for the guy. We saw Happy as a real fixture in Tony's life, so we approached this very seriously. Happy is a hero, and if you really pay attention to what he says to Tony in issue 13, he single-handily changed the course of *Civil War*. If he was going to die, we were damn sure to make his death affect the reader like it's going to affect Tony.

DANIEL: Hogan is one of painfully few threads that bind Stark to his own humanity. When Pepper approaches with her request to remove him from life support, pointing out that, with his Extremis abilities, Stark can do so with no possible chance of ever having had a hand in it, Stark says, "It's still murder." But Hogan is already brain-dead. He's gone.

SPOTLIGHT: The other big moment for Tony was the closest he's come to hitting the bottle that I can recall in a long time. The drama inherent in that scene was maximized by Tony having an unknown observer in Sue Storm (nice job on that scene!) What are your thoughts about Tony's alcoholism as it relates to that scene and the turns Tony's life has taken lately?

DANIEL: We wanted all those people that think of Stark as evil to understand the huge beating that he's taken for his principles on registration.

GOODBYE, HAPPY: Pepper and Tony stand vigil over Happy Hogan. (Art from *Iron Man* #14.)

CHARLIE: It was hard because we only had two issues to do it in, but we figured with everything Tony's gone through, it's natural for him to have a relapse with addiction. At that moment he's in a darker place than he's been in for a long time.

SPOTLIGHT: You've been the writer of Iron Man all this time, but what do you think about Captain America? About the legend of his character, about what we've seen about him during Civil War, and how you think about how things have ended for him?

CHARLIE: It's hard for me because I am torn between two sides. Captain America is not only an icon, but a character that makes me feel proud to be an American. As Americans, he is what we should all aspire to be — strong, ever vigilant, fortuitous and just. At the same time I'm interested to see how the Marvel U handles the loss. It's a bold move.

MORTAL ENEMY: The crushing weight of Civil War brings Tony Stark's biggest foe back to the fore in *Iron Man* #14.

DANIEL: Bold, but as they say, nature abhors a vacuum.

SPOTLIGHT: Joining you for the foreseeable future on *Iron Man* is artist Rob de la Torre, who did such a magnificent job on the first year of *Ms. Marvel*. Have you had a chance to check out his work on that title, and what do you think of it? And have you had a chance to see the work he's been turning in lately?

DANIEL: Charles and I couldn't be happier with the pages we have gotten so far. We're blown away. His style is perfect for the kind of book we're writing — very dynamic and yet grounded to reality.

CHARLIE: It's amazing and I know the fans will dig it. Rob is a true talent and we're very excited about having him on board.

SPOTLIGHT: More generally, what kind of artist do you think *Iron Man* needs? What are the skill sets required to really nail the title?

CHARLIE: Since it's a very technologically driven title, we feel that the artist should be as realistic as possible. He or she should also have a handle on expressions. Reactions are important in this book. Luckily Rob's got all of this in spades.

DANIEL: There's a grittiness to Rob's stuff. It's mean and beautiful. Carnal. Like really good Southern rock.

SPOTLIGHT: Obviously, after *Civil War* is finished (and particularly the events of *Captain America #25*), things will be drastically different for Tony, even more than they are now. What are your thoughts on these plot developments and how they'll play into your treatment of Tony in the pages of *Iron Man*?

DANIEL: Taking over SHIELD has rejuvenated Stark. Here we have a new challenge that he has never attempted before and Stark loves challenges. At the same time, you have to understand that in order to deal with problems Tony tends to wrap himself up in his work. It's a fine line he walks between healthy progression and denial. Also, it's a great way to scrape off some of the crap that got stuck to the bottoms of his boots during CW.

CHARLIE: And ladies love a man in uniform.

TONY STARK, DIRECTOR OF S.H.I.E.L.D.

It's day one of a new role for Tony as he takes up the mantle of the missing Nick Fury to lead S.H.I.E.L.D. into the 21st century! But what does this mean for the future of Iron Man? As a global wave of terror reaches its climactic peak, Tony's ability to lead the world peacekeeping taskforce is called into question by the powers-that-be. Can he trust even those closest to him within S.H.I.E.L.D., or is he exposing himself and the world to an even greater, more unspeakable threat from the villain behind the worldwide carnage?

Collecting *Iron Man #15-18* — written by Charlie and Daniel Knauf *(Carnivale)*, and illustrated by Roberto De La Torre *(Ms. Marvel)* — plus classic bonus tales from *Strange Tales #135* (1965) and *Iron Man #128* (1979), and comprehensive profiles of Iron Man and S.H.I.E.L.D.

MARVEL A